

TRANSMITTAL LETTER

P00000 101 883

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: OMEGA DESIGN, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700003426057--3  
-10/16/00--01106--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: JOSEPH M. MARCIAL  
Name (Printed or typed)

777 DELTONA BLVD, SUITE 19  
Address

DELTONA FL 32725-7175  
City, State & Zip

407 574-0401  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 OCT 27 PM 7:03

FILED

NOTE: Please provide the original and one copy of the articles.

R. CHESSEY OCT 31 2000  
W 25064



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 17, 2000

JOSEPH M MARCIAL  
777 DELTONA BLVD STE 19  
DELTONA, FL 32725-7175

SUBJECT: OMEGA DESIGN, INC.  
Ref. Number: W00000025064

We have received your document for OMEGA DESIGN, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

*→ named changed per attached.*  
The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The registered agent must sign accepting the designation.

*→ Acceptance attached.*  
The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

*→ attached. → ok.*  
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned. *→ ok.*

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 000A00054480

*WWW.SUNBIZ.ORG*

**ARTICLES OF INCORPORATION**  
**of**  
**OMEGA DESIGN, ARCHITECTS, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Delaware, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is Omega Design, Architects, Inc..

**ARTICLE II**  
**INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

777 Deltona Blvd., Ste. 19  
Deltona, FL 32725-7175

**ARTICLE III**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 10,000 shares of no par value stock.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Joseph M. Marcial  
Omega Design, Architects, Inc.  
777 Deltona Blvd., Ste. 19  
Volusia County  
Deltona, FL 32725-7175

FILED  
00 OCT 27 PM 7:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

## **ARTICLE VI DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Rafael A. Valle  
2588 Newmark Drive  
Deltona, FL 32725

Joseph M. Marcial  
1180 Seminole Farms Road  
Osteen, FL 32764-9110

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

## **ARTICLE VII LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## **ARTICLE VIII OTHER PROVISIONS**

**Preemptive Rights.** The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

**Director or Officer Interest.** In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

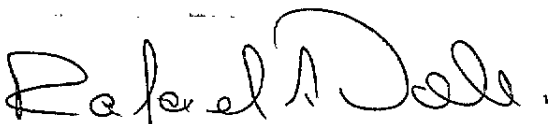
**Stock Transfer Restriction.** No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

**Corporate Seal.** The corporation shall have no corporate seal.

**Execution of Written Instruments.** All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

### **Certification**

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

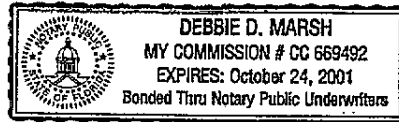


Rafael A. Valle, Incorporator  
2588 Newmark Drive  
Deltona, FL 32725

State of Florida, County of Volusia, ss:

Subscribed and sworn to (or affirmed) before me this 26<sup>th</sup> day of October,  
2000.

Debbie D. Marsh  
Notary Public



FILED

00 OCT 27 PM 7:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**Omega Design, Architects, Inc.**

Joseph M. Marcial, Architect

777 Deltona Boulevard

Suite 19

Deltona FL 32725-7175

Tel.: 407 574-0401

email: [jmmcdg@yahoo.com](mailto:jmmcdg@yahoo.com)

October 25, 2000

The Honorable Katherine Harris,  
Secretary of State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

Ref.: Your Letter Number: 000A00054480

Dear Ms. Harris:

I am cognizant of the duties and responsibilities of corporate registered agent, and hereby accept all such duties and responsibilities appertaining to my designation as Registered Agent for Omega Design, Architects, Inc.

Sincerely yours,

A handwritten signature in black ink, appearing to read "J. Marcial", written over a horizontal line.

Joseph M. Marcial, Architect

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 OCT 27 PM 7:03

FILED