

TRANSMITTAL LETTER

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

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-01/19/01--01071--024
*****78.75 *****78.75

SUBJECT: ANTI - AGING ACADEMY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: GUDRUN R. TODD
Name (Printed or typed)

382 5th Avenue S.

Address

Naples FL 34102

City, State & Zip

941) 261-0808

Daytime Telephone number

FILED
01 JAN 19 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FL 32314

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

1-23-01
MC

FILED
01 JAN 19 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ANTI – AGING ACADEMY, INC

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

1.01 The name of the corporation shall be:

ANTI – AGING ACADEMY, INC.

ARTICLE II COMMENCEMENT AND DURATION

2.01 The corporation is to commence its corporate existence on the date of subscription of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III PURPOSE

3.01 The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV PRINCIPAL OFFICE

4.01 The principal place of business and mailing address of this corporation shall be:

382 Fifth Avenue, South
Naples, FL 34102

ARTICLE V CAPITAL STOCK

- 5.01 The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand 1,000; shares at one dollar (\$1.00) par value
of a single class designated as *Common Stock*.

ARTICLE VI BOARD OF DIRECTORS

- 6.01 All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors elected by the shareholders by the method provided in the Bylaws.
- 6.02 Any and all of the powers and duties conferred or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent, by such person or persons and upon such terms and conditions as shall be specified by the shareholders.
- 6.03 The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation.

ARTICLE VII BYLAWS

- 7.01 The power to adopt, alter, amend or repeal Bylaws shall be vested in the shareholders.
- 7.02 The affirmative vote of the holders of at least sixty per cent (60%) of the outstanding shares of capital stock of the corporation shall be required to adopt, alter, amend or repeal the Bylaws.

ARTICLE VIII AMENDMENT

- 8.01 These Articles of Incorporation may be amended at any time by the affirmative vote of the holders of at least eighty per cent (80%) of the outstanding shares of the capital stock of the corporation, at any regular meeting of the shareholders or at any special meeting of the shareholders called for that purpose.

ARTICLE IX PREEMPTIVE RIGHTS

- 9.01 Every shareholder shall have the right to purchase his or her pro-rata share of any new stock of this corporation of the same kind, class, or series as that which he or she already holds at the price at which said stock is offered to other shareholders.

ARTICLE X INITIAL REGISTERED AGENT AND STREET ADDRESS

- 10.01 The name and address of the initial registered agent is:

Gudrun R. Todd
382 Fifth Avenue, South
Naples, FL 34102

ARTICLE XI INDEMNIFICATION

- 11.01 The corporation shall indemnify any officer(s) or director(s), or any former officer(s) or Director(s), or any person exercising powers and duties as an officer or director of the corporation to the full extent permitted by law.

ARTICLE XII INCORPORATOR(S)

- 12.01 The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Gudrun R. Todd
382 5th Avenue S.
Naples FL 34102

The undersigned incorporator has executed these Articles of Incorporation this 17th day of January, 2001.

I am hereby familiar with and accept the duties and responsibilities of Registered Agent for said corporation.



Signature: Gudrun R. Todd
Incorporator/Registered Agent