

PO1000020859

TRANSMITTAL LETTER

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

600003706166--4
--02/16/01--01003--008
*****78.75 *****78.75

SUBJECT: LBZollé, Inc.

EFFECTIVE DATE
03/01/01

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee
Certified Copy
& Certificate

Additional Copy Required

FROM: LBZollé, Inc.

1708 W. Country Club Drive

Tampa, FL 33612

(813) 932-3110

FILED
01 FEB 26 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Exilla GAVE
AUTHORIZATION BY PHONE TO
CORRECT Shares
DATE 2/27
DOC. EXAM. ARB

ARB
2/27

W01-3736

(6)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 16, 2001

LBZOLLE INC
1708 W COUNTRY CLUB DRIVE
TAMPA, FL 33612

SUBJECT: LBZOLLE, INC.
Ref. Number: W01000003736

We have received your document for LBZOLLE, 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):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Gina Bullock
Document Specialist

Letter Number: 701A00009847

CERTIFICATE OF INCORPORATION

OF

LBZollé, Inc.

ARTICLE I - NAME

The name of this corporation shall be:

LBZollé, Inc.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States or of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any time shall be 5,000 shares of common stock at the par value of \$1.00 per share upon which there are no preemptive rights except to the extent specified in the by-laws.

The common stock shall be paid for at such times as the Board of Directors may designate, in cash, real property, services, patent, lease, or any other valuable thing or right for the uses and purposes of the corporation, and all shares of capital, when issued in exchange thereof shall thereupon and thereby become and be paid for in full, the same as though paid for in cash at par, and shall be nonassessable forever; the judgment of the Board of Directors as to the value of the property, right or thing acquired in exchange for capital stock shall be conclusive.

ARTICLE IV - INITIAL CAPITAL

This corporation shall begin with ONE HUNDRED DOLLARS (\$100.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have a perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The address of the principal office shall be:

1708 W. Country Club Drive
Tampa, FL 33612

The registered office shall be:

1708 W. Country Club Drive
Tampa, FL 33612

EFFECTIVE DATE
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TALLAHASSEE, FLORIDA

The registered office may be moved from time to time by action of the Board of Directors. The registered agent shall be:

Erika Marchese

ARTICLE VII - BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors consisting of not less than one (1) and not more than five (5) directors. Each officer and director shall hold office until his or her successor is elected and qualified; provided, however, that a majority of the stockholders may, at a regular or special meeting, remove any officer or director with or without cause. The duties, powers and functions of the officers and directors of this corporation shall be as usually devolve upon such officers and directors unless otherwise provided in the by-laws.

ARTICLE VIII - ORIGINAL DIRECTORS

The original directors of this corporation shall be:

Erika Marchese
1708 W. Country Club Drive
Tampa, FL 33612

ARTICLE IX - ORIGINAL SUBSCRIBERS

The original subscribers to this corporation shall be:

Erika Marchese
1708 W. Country Club Drive
Tampa, FL 33612

The number of shares subscribed shall be:

ONE SHARE

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the Stockholders by them and approved at a Members' meeting by a majority of Members entitled to vote thereon; unless, however, all of the Board of Directors and all of the Stockholders sign a written statement manifesting their intention to amend a certain article within.

ARTICLE XI - SPECIAL POWERS

The following special powers, provisions, privileges and limitations shall be applicable and govern this corporation:

No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected by or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any contract or transaction of this corporation; provided, however, that the fact that such director is interested shall be disclosed or shall have been known

to the Board of Directors or a majority thereof, and any director of this corporation holding office in another corporation or being a director thereof, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction as if he were not such director or officer of such corporation and not so interested.

ARTICLE XII - DATE OF EXISTENCE

The date when this corporation shall begin its existence is:

~~September 15, 2000~~

MARCH 1, 2001 *EM*

We the undersigned, being the original subscribers to this corporation and the capital stock therein, for the purpose of forming a corporation to do business within and without the State of Florida, in pursuance of the General Laws of the State of Florida, Chapter 608, F.S.A. and the Act amendatory thereto and supplemental thereof, do make and file this Certificate of Incorporation, hereby declaring and certifying that the facts stated herein are true and do agree to take the number of shares set below my name.

In Witness Whereof, I have hereunto set my hand and seal on this 15th day of September, 2000.

(Seal)

Luigi Marchese

(Original Subscriber and Director)

**CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING THE AGENT UPON WHOM SERVICE OF PROCESS IS BINDING
AND ACCEPTANCE OF AGENT**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida:

This corporation, **LBZollé, Inc.**, desiring to organize under the laws of the State of Florida, with its principal place of business at:

1708 W. Country Club Drive
Tampa, FL 33612

has named the undersigned as registered agent to accept service of process for the corporation within the State of Florida at the address indicated:

Erika Marchese
1708 W. Country Club Drive
Tampa, FL 33612

Erika Marchese
(Original Subscriber and Director)

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Erika Marchese
(Signature)

(Date)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA