

# PO1000090619

Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

city cuts and spa, inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION**  
**OF**  
**CITY CUTS AND SPA, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**WITNESSETH:**

**ARTICLE I**  
**NAME**

The name of the Corporation is:

**CITY CUTS AND SPA, INC.**

The mailing address is:

801 Majorca Avenue  
Coral Gables, FL 33134

**ARTICLE II**  
**DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of the State of Florida.

**ARTICLE III**  
**PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**  
**CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

Prepared by: Diane M. Perry, Esquire  
Diane M. Perry, P.A.  
Post Office Box 11376  
Fort Lauderdale, FL 33339-1376  
Tel: (954) 564-6616  
Florida Bar No. 699950

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**ARTICLE V**  
**QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the corporation's bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this Corporation is: 2455 East Sunrise Boulevard, Suite 905, Fort Lauderdale, FL 33304, and the name of the initial registered agent of this Corporation is: Diane M. Perry, Esquire.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) directors. The number of directors may be either increased or decreased from time to time in the manner provided in the Bylaws, but shall be never less than one. The name and address of the Directors of the Corporation are as follows:

GILBERT W. KENDRICK, President, Director  
265 South Federal Highway, #282  
Deerfield Beach, FL 33441

ELENA RANDAZZO, Treasurer, Director  
801 Majorca Avenue  
Coral Gables, FL 33134

**ARTICLE VIII**  
**INDEMNIFICATION**

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

**ARTICLE IX**  
**LIMITATION ON SHAREHOLDER SUITS**

Shareholders shall not have a cause of action against the Corporation's officers, directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

**ARTICLE X**  
**INCORPORATOR**

The Incorporator is Gilbert W. Kendrick. The Incorporator's address is 801 Majorca Avenue, Coral Gables, FL 33134.

\* \* \*

IN WITNESS WHEREOF, I have subscribed my name this 14<sup>th</sup> day of SEPTEMBER, 2001.

  
GILBERT W. KENDRICK

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of SEPTEMBER, 2001, by GILBERT W. KENDRICK, who is personally known to me / or who has produced the foregoing identification \_\_\_\_\_.



June Porter  
NOTARY PUBLIC  
Name: JUNE PORTER

My Commission expires: 2/14/2004  
Commission Number: CC 908251

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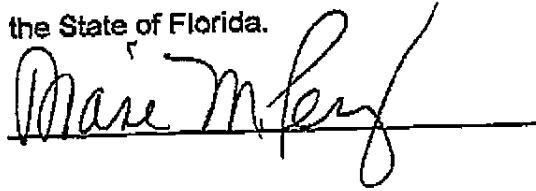
**CERTIFICATE DESIGNATING REGISTERED AGENT**

In compliance with Section 48.091 Florida Statutes, the following is submitted:

That CITY CUTS AND SPA, INC. desires to organize under the laws of the State of Florida and has named:

DIANE M. PERRY, P.A.  
2455 East Sunrise Boulevard, Suite 905  
Fort Lauderdale, FL 33304

as its agent to accept service of process within the State of Florida.



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