

Charter Number Only

Director's Name

Address

City

State

ZIP

Phone

CORPORATION(S) NAME

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*****78.75 *****78.75

Kingsbrook USA, Inc.

☒ Profit
☒ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership
☐ Reinstatement

☐ Annual Report
☐ Reservation

☐ Other
☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready
☒ Walk In

☐ Call If Problem

☐ After 4:30

☐ Will Wait

☒ Pick Up

☐ Mail

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Empire Toll Free: 1-800-432-3028

01 DEC -5 AM 9 25
01 DEC -5 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

ARTICLES OF INCORPORATION
OF
KINGSBROOK USA, INC.

FILED
01 DEC -5 AM 10:51
TALLAHASSEE FLORIDA
SECRETARY OF STATE

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is: KINGSBROOK USA, INC.

ARTICLE II
NATURE OF BUSINESS

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

ARTICLE III
CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of common stock having a nominal or par value of (\$1.00) per share.

ARTICLE IV
INITIAL STOCK

The amount of capital with which this corporation will begin business in One Hundred Dollars (\$100.00).

**ARTICLE V
BEGINNING OF CORPORATION EXISTENCE**

The date of corporate existence shall be the time of filing of these Articles of Incorporation with the Secretary of State.

**ARTICLE VI
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII
ADDRESS**

The initial post office address of the principal office is: 510 Florida Club Boulevard, #202, St. Augustine, Florida 32084.

**ARTICLE VIII
DIRECTOR**

This corporation shall have two (2) director initially. The number of directors may be increased or diminished from time to time By-Laws adopted by the stockholders, but there shall always be at least one (1) director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which said person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses

reasonably incurred by him in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though no specifically provided for herein. No contract or other transaction between this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such firm or corporation, provided that the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors or the corporation which shall authorize any such contract or transaction, and may vote there to authorize any such transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

ARTICLE IX INITIAL DIRECTOR

Albert Goedhart
510 Florida Club Boulevard
#202
St. Augustine, Florida 32084

Susan Goedhart
510 Florida Club Boulevard
#202
St. Augustine, Florida 32084

ARTICLE X
THE INITIAL OFFICER OF THE CORPORATION IS AS FOLLOWS:

Albert Goedhart, President
510 Florida Club Boulevard
#202
St. Augustine, Florida 32084

Susan Goedhart, Vice President
510 Florida Club Boulevard
#202
St. Augustine, Florida 32084

ARTICLE XI
INITIAL SUBSCRIBER

The name and post office address of the subscriber to these Articles of Incorporation is Albert Goedhart, 510 Florida Club Boulevard, #202, St. Augustine, Florida 32084.

WITNESS the hand and seal of said subscriber this 27th day of NOVEMBER, 2001.



ALBERT GOEDHART

STATE OF FLORIDA)

ss:

COUNTY OF ~~DADE~~ ST. JOHNS

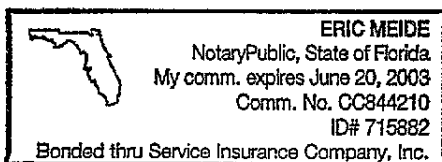
BEFORE ME, the undersigned authority, personally appeared, Albert Goedhart, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to the law that they made and subscribed the same for the uses and purpose therein mentioned and set forth.

IN WITNESS WHEREFORE, I have hereunto set my hand and official seal at ST. JOHNS County, Florida this 27th day of NOVEMBER, 2001.



Notary Public

My Commission Expires:



ARTICLE XII
Registered Office and Registered Agent

The Registered Agent and Registered Office of the Corporation shall be: Albert Goedhart, 510 Florida Club Boulevard, #202, St. Augustine, Florida 32084.

IN WITNESS WHEREOF, I the undersigned, being the original Registered Agent to accept service of process for the corporation herein above named, do hereby accept the appointment as Registered Agent for said corporation, agree to comply with the provision of said Act relative to keeping open and said office and hereunto set hand and/or seal this 27th day of November, 2001.


ALBERT GOEDHART

CERTIFICATE OF DESIGNATION

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act: First that KINGSBROOK USA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Miami, County of Miami- Dade, State of Florida has named Albert Goedhart, as its agent to accept service of process with this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keep open said office.


ALBERT GOEDHART

FILED
01 DEC -5 AM 10:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA