

P020000034233

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H02000067410 9)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

**FLORIDA PROFIT CORPORATION OR P.A.**

**DENMAR GROUP, CORP.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

FILED  
02 MAR 28 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 28, 2002

FAS-T

SUBJECT: DENMAR GROUP, CORP.  
REF: W02000008791

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

ARTICLE I IS NOT LEGIBLE.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

FAX Aud. #: H02000067410  
Letter Number: 402A00018678

FILED  
02 MAR 28 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article of Organization  
of  
DenMar GROUP, CORP**

For the purpose of forming a corporation under Ch.607 of the Florida General Corporation Act, it is respectfully requested of the Secretary of State the approval of such incorporation under the following Articles.

**Article I**

The name of the Corporation shall be ~~Denmar Group, Corp~~ and its principal place of business shall be in South Florida with the right to move said place of business and establish other places of business within or without the State of Florida as the Board of Directors may from time to time deem proper.

**Article II**

The specific purpose of this corporation is to engage in any lawful business, not withstanding, any activity or business with any or all powers for any or all purposes determined convenient or necessary by the Board of Directors as permitted under the laws of the United States and the State of Florida as may be restricted under these Articles and its By-laws.

**Article III**

The total authorized capital stock of this corporation shall be five hundred shares of Common Stock with a par value of \$1.00(one dollar). All of such stock shall be issued fully paid and non assessable at and for such consideration, whether the same cash, services fixed rendered, or otherwise and upon such terms and conditions as may be fixed by the Board of Directors of this corporation.

**Article IV**

The amount of capital with which this corporation shall begin shall be not less than five hundred dollars (\$500.00)

#### **Article V**

The corporation shall have perpetual existence, unless earlier terminated by due and proper legal procedure.

#### **Article VI**

The number of Directors of said corporation shall be provided in the By-laws but in no event shall the number be less than one (1) nor more than six (6).

#### **Article VII**

The names and addresses of the first Board of Directors who hold office for the first year of existence of the corporation, or until their successors have been elected and qualified, unless otherwise stated by the By-laws, are:

Sylvie Marcil  
272 Spring Ave.  
Miami Springs FL 33166

#### **Article VIII**

The registered address of the principal office of the corporation shall be:

272 Spring Ave.  
Miami Springs FL 33166

#### **Article IX**

In furtherance and not in limitation of powers conferred upon the Board of Directors, the Board of Directors are expressly authorized, and cause to be executed, mortgages and liens upon the real and personal property of the corporation for purposes of furnishing security for its indebtedness or for any other purpose. The Directors, if the By-laws so provide, may hold their meeting within or without the state of Florida. The corporation may in its By-laws, confer powers additional to the powers and authority expressly conferred upon them by statute to the Directors.

#### **Article X**

Amendments and revisions, including alterations of any provision, of these Articles, and by the By-laws, shall be by the shareholders or by a majority vote of shareholders voting, in the manner now or hereafter prescribed by the Statues.

#### **By-Laws**

The power to adopt, alter, or repeal By-laws shall be vested in the shareholders.

#### **Article XI**

Special meetings of shareholders may be called by Certified Mail Return Receipt requested. Giving five (5) days written notice.

#### **Article XII**

##### **RIGHTS OF SHAREHOLDERS TO DISSENT**

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions, the shares if this corporation were registered on a national securities exchange or held by not less than 2,000 shareholders,

#### **Article XIII**

##### **SHAREHOLDERS MEETING REQUIRED**

Any action the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law.

**Article XIV**

**MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the President of this corporation.

**Article XV**

**POWERS**

This corporation shall have all corporate powers enumerated in the Florida General Corporation Act.

**Article XVI**

**MEETING BY CONFERENCE TELEPHONE**

Shareholders may participate in special meetings by means of conference telephone as provided.

**Article XVII**

**DIVIDENDS**

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

**Article XVIII**

**AMENDMENTS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon shareholders is subject to this reservation.

**Article XIX**

**NOTICE**

Any notice required herein shall be by Certified Mail Return receipt Requested, or hand delivered to the stockholder at the following address:

272 Spring Ave.  
Miami Springs, FL 33166

**Article XX**

The name and address of the \_\_\_\_\_ to these articles is:

Sylvie Marcil  
272 Spring Ave.  
Miami Springs, FL 33166


**Article XXI**

The name and address of the resident agent of this corporation:

Sylvie Marcil  
272 Spring Ave.  
Miami Springs, FL 33166

**Article XXII**

I Sylvie Marcil a subscriber to these Articles, hereby am familiar with and accept the duties and responsibilities as registered agent for DenMar Group, Corp Hereunto set my hand and seal this 26 day of March, 2002.

  
\_\_\_\_\_  
Signature/Registered Agent Incorporator

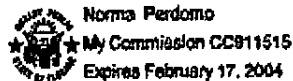
FILED  
02 MAR 28 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)  
S.S  
COUNTY OF MIAMI-DADE)

On this 26<sup>th</sup> day of march, 2002, before me, the undersigned, a notary public in and for said county in state, personally appeared Sylvie Marcil, to execute the foregoing Articles of Incorporation, and acknowledged that she executed the same in her voluntary act and deed.

  
\_\_\_\_\_  
NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION EXPIRES:



Prepared BY: Vivian Grabowski  
6830 SW 72 Court  
Miami, FL 33143