

## TRANSMITTAL LETTER

P02000035798

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

SUBJECT:

Ice Princess Enterprises, Inc.  
 (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

400005188514--9

-04/03/02--01001--009

\*\*\*\*\*78.75 \*\*\*\*\*78.75

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:

Nexium Management  
 Name (Printed or typed)

4211 NE 42nd St.  
 Address

Lauderdale Lakes, FL 33319  
 City, State & Zip

\_\_\_\_\_  
 Daytime Telephone number

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

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 02 APR -3 AM 8:35

4-3-02  
 WC

**ARTICLES OF INCORPORATION**

**OF**

**Ice Princess Enterprises, Inc**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 APR -3 AM 8:35

Pursuant to the Florida General Corporation Act, **Ice Princess Enterprises, Inc.** adopts the following Articles of Incorporation:

**ARTICLE ONE  
NAME**

The name of this corporation is **Ice Princess Enterprises, Inc.**, ("Corporation").

**ARTICLE TWO  
DURATION**

The period of duration for this Corporation is perpetual.

**ARTICLE THREE  
PURPOSE**

The purpose is to engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE FOUR  
CAPITAL STOCK**

The Corporation is authorized to issue Ten Thousand (10000) shares of common stock class, with a Thirty Dollar (\$5.00) par value for each share.

**ARTICLE FIVE  
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent are as follows:

Vivian M. Brown ~ 4211 N.W. 42<sup>nd</sup> St. ~ Lauderdale Lakes, Florida 33319

**ARTICLE SIX  
PRINCIPAL PLACE OF BUSINESS**

The principal office of the Corporation is:  
4211 N.W. 42<sup>nd</sup> St. ~ Lauderdale Lakes, Florida 33319

**ARTICLE SEVEN  
INITIAL BOARD OF DIRECTORS**

This Corporation shall have one- (2) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the Corporation in the manner provided by law, but the number of directors shall never be less than one (1).

The names and addresses of the initial directors of this Corporation are:

Vivian M. Brown ~ 4211 N.W. 42<sup>nd</sup> St. ~ Lauderdale Lakes, Florida 33319  
Grady L. Herring ~ 4211 N.W. 42<sup>nd</sup> St. ~ Lauderdale Lakes, Florida 33319

**ARTICLE EIGHT  
INCORPORATORS**

The name and address of the Incorporator signing these Articles of Incorporation is:  
Vivian M. Brown ~ 4211 N.W. 42<sup>nd</sup> St. ~ Lauderdale Lakes, Florida 33319

**ARTICLE NINE  
NON-RESIDENT DIRECTORS**

Directors need not be residents of the State of Florida.

**ARTICLE TEN  
DIRECTORS' AUTHORITY TO FIX COMPENSATION**

Directors shall have authority to fix the compensation of the officers of this Corporation.

**ARTICLE ELEVEN  
AMENDMENT OF ARTICLES**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto. The power to adopt, amend or repeal the Articles of Incorporation of this Corporation shall be vested in the Board of Directors and upon a majority vote of the directors.

## **ARTICLE TWELVE INDEMNIFICATION**

The Corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this Corporation.

## **ARTICLE THIRTEEN SHAREHOLDERS QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative votes of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## **ARTICLE FOURTEEN REMOVAL OF DIRECTORS**

At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors, may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

## **ARTICLE FIFTEEN INFORMAL ACTION OF DIRECTORS**

If all of the directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the written evidence of their consent is filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

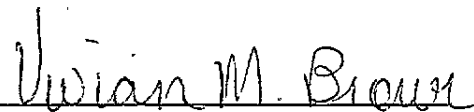
## **ARTICLE SIXTEEN RESTRICTIONS ON TRANSFER OF STOCK**

Restrictions on the sale or transfer of the stock of this Corporation may be set forth in a buy-sell agreement.

**ARTICLE SEVENTEEN  
HEADING AND CAPTIONS**

The headings or captions of these Articles of Incorporation are inserted for convenience. They shall not have any force or effect and the interpretation of the various Articles shall not be influenced by the language of the headings or captions.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 28th day of March 2002.

  
Vivian M. Brown-Incorporator  
FL DR B658 873 71 5120

STATE OF FLORIDA)  
COUNTY OF ORANGE)

BEFORE ME, the undersigned authority, personally appeared Vivian M. Brown, to be known to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged to before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of March 2002.



NOTARY PUBLIC

My Commission Expires:



Patricia A. Broksch  
Commission # DD098271  
Expires April 9, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**Ice Princess Enterprises, Incorporated.,** (the "Corporation") desiring to organize as a domestic Corporation or qualify under the laws of the State of Florida has named Vivian M. Brown as its registered agent to accept service of process within the State of Florida with its registered office at 4211 N.W. 42<sup>nd</sup> St. ~ Lauderdale Lakes, Florida 33319

**ACKNOWLEDGMENT**

Having been named Registered Agent for the Corporation at the place designed in this Certificate, I agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 28th day of March 2002.

Vivian M Brown  
Vivian M. Brown  
Registered Agent

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS  
02 APR -3 AM 8:35