

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUN 24 AM 11:44

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Sargy Group Inc

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DEPARTMENT OF STATE
DIVISION OF CORPORATE FILING
TALLAHASSEE, FLORIDA

Signature _____

Requested by: _____

Name JP Date 6/24 Time 10:00

Walk-In _____ Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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**ARTICLES OF INCORPORATION
OF
SARGY GROUP INC.**

ARTICLE I

The name of the corporation is **Sargy group Inc.** (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o:
Anamaria Bonilla 9021 SW 122nd Avenue, Miami, Florida 33186.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
2000	\$1.00	Common

ARTICLE IV

The corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 40 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**SARGY GROUP INC.
CONSENT OF THE DIRECTORS
IN LIEU OF ORGANIZATIONAL MEETING
Dated as of date of filing**

Pursuant to the authority contained in 607.0205 of the Florida Business Corporation Act, the undersigned, being the directors of Jean International Cleaners, Inc., a Florida corporation (the "Corporation"), named in the Articles of Incorporation of this Corporation that were filed with the Department of State of the State of Florida, do hereby agree that when the directors have signed this consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as though adopted at an organizational meeting of the directors duly called and held for the purpose of acting upon proposals to adopt such resolutions in accordance with 607.0205 of the Florida Business Act:

Organizational Actions

RESOLVED, that the Articles of Incorporation of this Corporation that were filed with the Department of State of the State of Florida, together with the accompanying Certificate of the Florida Secretary of State, are approved and ordered to be filed in the Minute Book of the Corporation as a part of the permanent records of the Corporation.

RESOLVED, that the Bylaws in the form heretofore presented to the directors are adopted as the initial Bylaws of this Corporation, in accordance with 607.0206 of the Florida Business Corporation Act, and that the Bylaws are ordered to be filed in the Minute Book immediately following the copy of the Articles of Incorporation.

RESOLVED, that the following persons be and hereby are elected to the offices set forth opposite their names below, each of such persons to serve until the first annual meeting of directors or until their respective successor has been duly elected and qualified:

Anamaria Bonilla, President
9021 SW 122nd Street
Miami, Florida 33186

Sonia Bonilla, Vice President
9445 SW 112th Street
Miami, Florida 33176

Reinhold J. Guzman, Secretary
9445 SW 112th Street
Miami, Florida 33176

Yohany Andrade P, Treasurer
9021 SW 122nd Street
Miami, Florida 33186

German Buitrago, Registered Agent
11003 SW 88 Street # B-108
Miami, Florida 33176

ARTICLE V

The street address of the Corporation's initial registered office is **11790 SW 89th Street, City of Miami, County of Dade, State of Florida 33186**, and the name of its initial registered agent at such office is **German Buitrago**.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is **four**, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Anamaria Bonilla –President	9021 SW 122nd Street Miami, Florida 33186
Sonia Bonilla -Vice President	9445 SW 112th Street Miami, Florida 33176
Reinhold J. Guzman –Secretary	9445 SW 112th Street Miami, Florida 33176
Yohany Andrade P./Treasurer	9021 SW 122nd Street Miami, Florida 33186
German Buitrago/Registered Agent	11003 SW 88 Street # B-108 Miami, Florida 33176


ARTICLE VII

The name of the Incorporator is **Anamaria Bonilla** and the address of the Incorporator is **9021 SW 122nd Street, Miami, Florida 33186.**

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 3rd day of June, 2002.


Anamaria Bonilla
Incorporator

STATE OF FLORIDA **COUNTY OF MIAMI DADE**

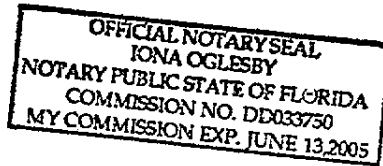
Sworn to and subscribed before me this 10th
Day of June, 2002

 Personally Known

X Or produced Identification FI DL 4532-002-65-689-0

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SEAL



RESOLVED, that the Secretary is instructed to retain custody of the Minute Book and to insert therein this Consent of the Directors and the minutes of all other proceedings of shareholders and directors of this Corporation.

RESOLVED, that the form of stock certificate representing the shares of the common stock of the Corporation (the "Common Stock") are in the form heretofore presented to the directors, is accepted and adopted, and the Secretary is instructed to insert a specimen thereof in the Minute Book of the Corporation.

RESOLVED, that the Corporate Seal of the Corporation, an impression of which is affixed hereto, be, and the same hereby is, approved and adopted as the Corporate Seal of this Corporation.

RESOLVED, that in consideration of the payment set forth below the President and Secretary are authorized to issue a certificate of Common Stock to the following and in the following amount for the consideration paid as indicated:

<u>NAME</u>	<u>SHARE</u>	<u>CONSIDERATION</u>
Anamaria Bonilla	20%	Services rendered
Sonia Bonilla	20%	Services rendered
Reinhold J. Guzman	20%	Services rendered
German Buitrago	20%	Services rendered
Yohany Andrade P	20%	Services rendered

RESOLVED, that for the purpose of authorizing the Corporation to do business in any state, territory or dependency of the United States or any foreign country in which it is necessary or expedient for this Corporation to transact business, the proper officers of this Corporation are hereby authorized to appoint and substitute all necessary agents or attorneys for service of process, to designate and change the location of all necessary statutory offices and, under the Corporate Seal, to make and file all necessary certificates, reports, powers of attorney and other instruments as may be required by the laws of such state, territory, dependency or country to authorize the Corporation to transact business therein, and whenever it is expedient for the Corporation to cease doing business therein and withdraw therefrom, to revoke any appointment of agent or attorney for services of process, and to file such certificates, reports, revocation of appointment, or surrender or authority as may be necessary to terminate the authority of the Corporation to do business in any state, territory, dependency or county.

RESOLVED, that the officers of the Corporation are hereby authorized to designate one or more banks to serve as depositories of the Corporation and, in connection therewith, the Board hereby adopts the form of any authorizing resolutions required by such banks to establish accounts, copies of which shall be inserted in the Minute Book of the Corporation.

RESOLVED, that the Treasurer of this Corporation is authorized to pay all charges and expenses incident to and arising out of the organization of this Corporation and to reimburse any person who has made any disbursements therefore.

"S" Corporation Election

RESOLVED, that the Corporation shall elect to be taxed as an "S" corporation for income tax purposes under the provisions of Section 1362 of the Internal Revenue Code and the proper officers of the Corporation be, and they hereby are, authorized and directed to evidence such election by completing and filing Form 2553 with the United States Treasury Department; Internal Revenue Service.


General Ratification

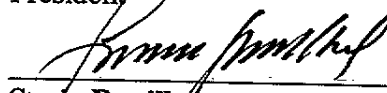
RESOLVED, that in addition to and without limiting the foregoing, the appropriate officers of the Corporation be, and each of them hereby is, authorized to take, or cause to be taken, such further action, and to execute and deliver, or cause to be delivered, for and in the name and on behalf of the Corporation, all such instruments and documents as such officer may deem appropriate in order to effect the intent of the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be) and all actions heretofore taken by the officers and agents of the Corporation in connection with subject of the foregoing recitals and resolutions be, and hereby are, approved, ratified and confirmed in all respects as the acts and deeds of the Corporation.

RESOLVED, that the authorizations contained herein shall be effective for all purposes as of the date of filing.

IN WITNESS WHEREOF, the undersigned directors have executed the foregoing Consent of the Directors as of the date of filing for the purpose of giving consent thereto this 3rd day of June 2002


Anamaria Bonilla
Incorporator


Anamaria Bonilla
President


Sonia Bonilla
Vice-President

ARTICLE SEVEN

AMENDMENTS OF BYLAWS

Unless otherwise provided by law, these Bylaws may be altered, amended or repealed or new Bylaws may be adopted by action of the Board of Directors.

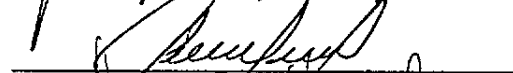
Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at a stockholders meeting by a majority of the stock entitle to vote thereon.

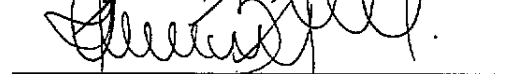
IN WITNESS WHEREOF, the undersigned subscribers have execute these Articles of Incorporation 3rd days of June, 2002


Anamaria Bonilla, President


Sonia Bonilla, Vice-President


Reinhold Guzman, Secretary


Yohany Andrade P, Treasurer


German Buitrago, Register Agent

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SARGY GROUP INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes 607.0505.

German Buitrago
Registered Agent

Dated: 06/10/02.

STATE OF FLORIDA
Sworn to and subscribed to by

COUNTY OF MIAMI DADE
this 10th day of

Sworn to and subscribed before me this 10th
Day of June, 2002

 Personally Known

X Or produced Identification FDL B362 293-68-281-0
exp 8/01/07

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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SEAL

