

P 02000085014

Requester's Name

Address

Anabelle Sanabria

5451 27th PL SW, Naples, Florida 34116.

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

R. G. HESSER AUG 6

Examiner's Initials

ARTICLE OF INCORPORATION
OF
ANABELLE SANABRIA UPHOLSTERY, Inc.

The undersigned incorporations(s), being of legal age and natural person do hereby subscribe to, acknowledge and file the Articles of Incorporation for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

Article I

The name of this Corporation shall be:

Anabelle Sanabria Upholstery, Inc.

Article II

Terms of Existence

This Corporation may engage in any activity or business permitted under the laws of the State of Florida and shall commence existence upon the date of filing with the Division of Corporations, State of Florida, and shall have perpetual existence.

Article III

The principal place of business of this Corporation shall be:

5451 27th PL SW
Naples, Florida 34116

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Said Corporation shall have full power and authority to transact business and to establish offices and agencies in such other places, both within and outside of the State of Florida, and in any foreign countries

Article IV

Purposes and Powers

The general nature of Business of this Corporation is to transact any and all lawful business permitted to Corporation organized under the Florida General Corporation Act, as in effect from time to time.

The Corporation shall give all the powers set forth in the Florida General Corporation Act, as in effect from time to time and including but not limited to the following powers: To conduct an operate a business engaged in any lawful manner and pertaining the repair business and or industry, among other things in the purchasing

1- To conduct an operate a business engaged in any lawful manner and pertaining the repair business and or industry, among other things, in the purchasing of accessories and any other items that may be utilized for the sale, import, export convey, services, repair, exchange, lease and merchandise for the purpose of the public exploitations.

2- To conduct, purchase, erect, repair and for itself and others and to manufacture, purchase or otherwise dispose of, and to invest in, trade in, deal in, and with merchandise, and services of every class, kind and description in the marketing of the business upholstery.

3- The meetings of directors may be held and all or any part of the Corporations's business may be conducted; and to exercise all or any of its corporate powers and rights in the State of Florida and in any and all other states, territories, districts, dependencies, colonies or possessions of the United States of American and any foreign countries.

9- To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and thing incidental thereto or connected therewith, to the extent permitted by the law of the State of Florida and of the United States of America.

Article V

Capital Stock

The aggregate number of shares, which this Corporation shall have authority to issue, is 1,000 shares having an individual par value of \$1.00.

Unless otherwise stated in these Articles, or in an amendment to these Articles, there shall be only one (1) class of stock of this Corporation. The Capital stock may be paid for in labor or services at just valuation to be fixed by the incorporation of the directors. The stock shall be issued from time to time as may be determined by the Board of Directors. The consideration to be paid for each share shall be fixed by the Board of Directors and any share so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and not liable to any further call payment thereon.

All of the issued stock of all classes shall be subject to the following restrictions on transfer:

Article VI

The amount of capital with which this Corporation shall commence business shall not be less than Five Hundred (\$500.00) Dollars.

Article VII

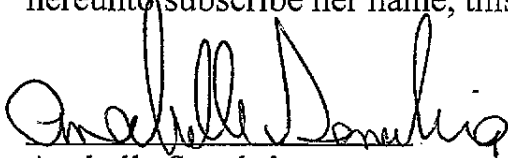
The name and street address of the registered agent of this Corporation is:

Anabelle Sanabria, 5451 27th PL SW, Naples, Florida 34116.

Article VIII

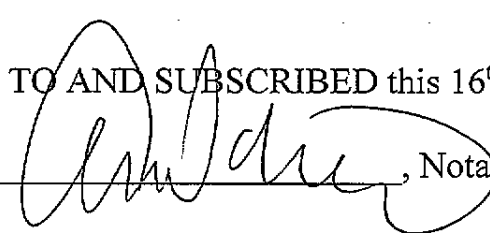
The private property of the stockholders shall not be subject to the payment of the Corporate debts, to any extent whatsoever. The Corporation shall have first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholder to the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator, being the same person in Article XII above, and in evidence of her wish to form this Corporation, does hereunto subscribe her name, this 16th day of May, 2002.

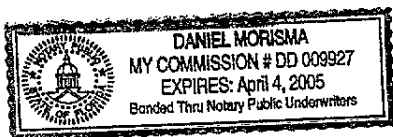

Anabelle Sanabria

STATE OF FLORIDA COUNTY OF DADE BEFORE ME, the undersigned authority, personally appeared, Anabelle Sanabria to me known to be the person described herein and whose name is signed on the foregoing Certificate of Incorporation of **Anabelle Sanabria Upholstery, Inc.** and who is described in said Certificate as the Incorporator of said Corporation, and acknowledged before me that she executed the same for the purposes herein expressed.

SWORN TO AND SUBSCRIBED this 16th day of May 2002.


_____, Notary Public, State of Florida - At Large

My Commission Expires: April 2005



Article IX

The business of the Corporation shall be conducted by a Board of Directors of not less than One (1), to be increased at the discretion of the Board of Directors.

Article X

The name and post office address of the first Board of Directors of this Corporation, all subject to the Corporation Law of the State of Florida, who shall hold office for the first year, or until its successor is duly elected and qualified is:

Anabelle Sanabria, President/Secretary - 5451 27th PL SW - Naples, FL 34116.

Claudio Sanabria, V-P/Treasurer - 5451 27th PL SW - Naples, FL 34116.

Article XI (A)

The name and post office address of the officers of the Corporation are as follows:

Anabelle Sanabria, President/Secretary
5451 27th PL SW - Naples, FL 34116

Claudio Sanabria, V-P/Treasurer
5451 27th PL SW - Naples, FL 34116

Article XI (B)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: Anabelle Sanabria Upholstery, Inc.
2. The name and post office address of the Registered Agent is:

Anabelle Sanabria - 5451 27th PL SW - Naples, FL 34116

SIGNATURE: Anabelle Sanabria
TITLE: President
DATE: 5/20/02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: Anabelle Sanabria
DATE: 5/20/02

Article XII

The name and post office address of the Subscriber of these Articles of Incorporation is:

Anabelle Sanabria - 5451 27th PL SW - Naples, FL 34116

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Article XIII

This Corporation shall indemnify any Officer or Director or any former officer or director, to the fullest extent permitted by law, either now existing or hereinafter enacted.

Article XIV

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

Article XV

This Corporation reserves the right, if it so wishes, to elect to be an 1120 Subchapter S Corporation, and the right to elect to approve and adopt an plan to offer shares of common stock for sale under said section of the Internal Revenue Code and all other rights contained therein, and may elect to receive all rights of Section 1244 of the Internal Revenue Code of 1954, as amended.

Article XVI

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors or officers of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of any such Corporation.