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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

est usa, inc.

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**ARTICLES OF INCORPORATION
OF
EST USA, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Corporation is EST USA, INC. The corporation's principal address is:

1031 Ives Dairy Road, Suite 228
Miami, Florida 33179

**ARTICLE II
DURATION**

The Corporation shall exist in perpetuity.

**ARTICLE III
PURPOSE**

The purpose for which the Corporation has been formed are any and all lawful business permitted under the laws of the State of Florida and of the United States.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated "Common Shares."

**ARTICLE V
RIGHT OF SHARES OF CAPITAL STOCK**

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, to be voted cumulatively.

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**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial Registered Agent and Registered Office of the Corporation is:

ANTHONY SAINT-CYR
1031 Ives Dairy Road, Suite 228
Miami, Florida 33179

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the Corporation. The names and address of the initial Directors and their respective officers are:

ANTHONY SAINT-CYR President
1031 Ives Dairy Road, Suite 228
Miami, Florida 33179

ARTICLE VIII

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing shall be affected or invalidated by the fact that any director of this corporation is party or interested in such contract, act or transaction, or in any way connected with such person, persons, firm, or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from this contracting with this corporation for the benefit of himself or any other firm, association or corporation which she may in anywise be interested. Any director of this may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact he is also a director of such subsidiary or controlled company.

**ARTICLE IX
BY-LAWS**

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

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by the law.

**ARTICLE XI
COMMENCEMENT OF CORPORATE EXISTENCE**

Corporate existence shall be deemed to commence on the date of filing of these articles.

**ARTICLE XII
AMENDMENT**

These Articles of Incorporation may be altered or amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding. Common Shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

**ARTICLE XIII
INCORPORATOR**

The incorporator is **ANTHONY SAINT-CYR** and his corporate address is:

**1031 Ives Dairy Road, Suite 228
Miami, Florida 33179**

IN WITNESS WHEREOF, I have set my hand and seal this 5th day of AUGUST, 2002.


ANTHONY SAINT-CYR

STATE OF FLORIDA)
)ss
COUNTY OF MIAMI-DADE)



BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ANTHONY SAINT-CYR, known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that the same was freely and voluntarily executed for the purposes therein expressed.

WITNESS my hand and seal, this 5th day of AUGUST, 2002 at
Miami-Dade County, Florida.

Rita F. Martin
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



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**CERTIFICATE OF DESIGNATING (OR CHANGING) PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48, 091, Florida Statutes, the following is submitted in compliance with said Act:

First, that the EST USA, INC., a Florida corporation, with its principal office, as indicated in the Articles of Incorporation, has named ANTHONY SAINT-CYR, located at 1031 Ives Dairy Road, Suite 228, Miami, Florida 33179, 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 the place designated in this certificate, agrees to comply with the provision of said Act relative to keeping open said office.

Date

8/5/2002

ANTHONY SAINT-CYR

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