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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

August 6, 2002

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-08/12/02--01034--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

Re: A Brand Nu-U, Inc. - Articles of Incorporation

Dear Sir/Madam:

I am enclosing this firm's check in the sum of \$78.75, along with one original and one copy of the Articles of Incorporation referenced above. Please file the Articles as soon as possible and return our copy in the stamped envelope provided.

Thank you for your assistance in this cause.

Respectfully,

Sandy Douglas, Legal Asst. to  
THOMAS P. McALVANA, ESQUIRE

/sd

Enclosures

8-14-02  
[Handwritten initials]

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

***CERTIFICATE OF INCORPORATION  
OF  
A BRAND NU-U, INC.***

We, the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations for profit.

***ARTICLE I. NAME***

The name of this corporation is **A BRAND NU-U, INC.**

***ARTICLE II. NATURE OF BUSINESS***

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

***ARTICLE III. CAPITAL STOCK***

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: Ten Thousand Shares of common stock having no nominal par value, and shall be fully paid and non-assessable. All such stock shall be payable in cash.

***ARTICLE IV. INITIAL CAPITAL***

The amount of capital with which this corporation shall begin business is Five Hundred Dollars and No Cents (\$500.00).

***ARTICLE V. TERM OF EXISTENCE***

The corporation shall have perpetual existence.

***ARTICLE VI. ADDRESS***

The initial post office address of the principal office of this corporation in the State of Florida, is: 36627 Judee Drive, Zephyrhills, Florida 33541. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

***ARTICLE VII. DIRECTORS***

There shall be a Board of Directors for this corporation which shall consist of not less than one (1) and not more than seven (7) members, the number of the same to be fixed by the stockholders or by the corporate by-laws. A quorum for the transaction of business shall be a

majority of the directors qualified and active, and the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

**ARTICLE VIII. INITIAL DIRECTORS**

<b>NAME:</b>	<b>ADDRESS:</b>
WILLIAM H. PORTER	36627 Judee Drive Zephyrhills, Florida 33541

**ARTICLE IX. INITIAL OFFICERS**

<b>NAME:</b>	<b>ADDRESS:</b>	<b>OFFICE:</b>
WILLIAM H. PORTER	36627 Judee Drive Zephyrhills, Florida 33541	President, Vice President, Secretary & Treasurer

**ARTICLE X. INCORPORATORS**

<b>NAME:</b>	<b>ADDRESS:</b>	
WILLIAM H. PORTER and DONNA S. PORTER, his wife	36627 Judee Drive Zephyrhills, Florida 33541	100 shares

**ARTICLE XI. REGISTERED AGENT**

This corporation has named William H. Porter, 36627 Judee Drive, Zephyrhills, Florida 33541, as its agent to accept service of process within this State.

**ARTICLE XII. AMENDMENT**

This Certificate of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote therein, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Certificate of Incorporation be made.

*IN WITNESS WHEREOF*, the parties herein have hereunto set their hands and seals the

1st day of August, 2002.

*William H. Porter*

WILLIAM H. PORTER

*Donna S. Porter*

DONNA S. PORTER

STATE OF FLORIDA  
COUNTY OF PASCO

*I HEREBY CERTIFY* that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared WILLIAM H. PORTER and DONNA S. PORTER, known to me to be the persons described in and who executed the foregoing Certificate of Incorporation as incorporators and they acknowledged before me that they subscribed to that Certificate of Incorporation. They are personally known to me or have produced drivers licenses as identifications.

*WITNESS* my hand and seal this 1st day of August, 2002.

Seal/Expiration:



SANDRA J. DOUGLAS  
Notary Public, State of Florida  
My Commission Expires 10/5/03  
Commission No. CC 877184

*Sandra J. Douglas*  
NOTARY PUBLIC SANDRA J. DOUGLAS

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF 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 A BRAND NU-U, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City of Zephyrhills, County of Pasco, State of Florida, has named WILLIAM H. PORTER, 36627 Judee Drive, Zephyrhills, Florida 33541, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: William H Porter  
**WILLIAM H. PORTER**  
Registered Agent

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TALLAHASSEE, FLORIDA