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FLORIDA PROFIT CORPORATION OR P.A.

New Zeitgeist, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$78.75

08-19-02

**ARTICLES OF INCORPORATION
OF
NEW ZEITGEIST, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I.
CORPORATE NAME

The name of this corporation shall be:

NEW ZEITGEIST, INC.

ARTICLE II.
NATURE OF BUSINESS

The general nature of the business of this corporation will be to transact any or all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III.
CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation is One Hundred (100) shares without nominal or par value, all of which shall be common stock and shall be fully paid and nonassessable. All such stock shall be payable in cash, property, labor, or services at a just valuable to be fixed by the Stockholders at a meeting called for that purpose.

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ARTICLE IV.
AMOUNT OF CAPITAL STOCK WITH WHICH TO BEGIN
BUSINESS.

The amount of capital with which this corporation shall begin business is Five Hundred (\$500.00) Dollars.

ARTICLE V.
INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of said corporation and the address at which service of process upon said corporation within this State shall be made is **NEW ZEITGEIST, INC., 5027 ST. MARIE, ORLANDO, FLORIDA 32812**, with the privilege, however, of having branch offices or places of business at any other place or places within or without the state of Florida, or in foreign countries. **J. DAVID CARTER**, is hereby designated as the Registered Agent of the corporation, with address as aforesaid.

ARTICLE VI.
MANAGEMENT

Pursuant to Section 607.0801/02/10 or 30, Florida Statutes, the business of the corporation shall be managed by the Stockholders rather than a Board of Directors.

ARTICLE VII.
CORPORATE EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VIII.
INITIAL OFFICERS

The names and post office addresses of the first officers, who, subject to the provisions of this certificate, the By-Laws of this corporation and the statutes made and provided, shall hold office for the first year of the corporation's existence or until their successors are elected and qualified, are as follows:

OFFICE	NAME	ADDRESS
PRESIDENT	J. DAVID CARTER	<u>5027 ST. MARIE, ORLANDO,</u> <u>FLORIDA 32812.</u>
VICE-PRESIDENT	J. DAVID CARTER	<u>5027 ST. MARIE, ORLANDO,</u> <u>FLORIDA 32812.</u>
SECRETARY	J. DAVID CARTER	<u>5027 ST. MARIE, ORLANDO,</u> <u>FLORIDA 32812.</u>
TREASURER	J. DAVID CARTER	<u>5027 ST. MARIE, ORLANDO,</u> <u>FLORIDA 32812.</u>

ARTICLE IX.
SUBSCRIBERS

The name and post office address of the subscriber, and the number of shares he agrees to take, is as follows:

NUMBER OF SHARES	NAME	ADDRESS
100	J. DAVID CARTER	5027 ST. MARIE, ORLANDO, FLORIDA 32812

ARTICLE X. **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the By-Laws.

ARTICLE XI. **ADDITIONAL POWERS**

In addition to the powers hereinabove enumerated, the corporation shall have all of the general and additional powers set forth in the Florida General Corporation Act, without limitation; the expressed powers herein set forth shall not be deemed a limitation or denial of any general or additional powers.

ARTICLE XII. **TAX SAVING ELECTION AND LOSS TREATMENT**

The Stockholders of this corporation may elect to be treated as a small business corporation under Section 1372, Internal Revenue Code, and report on their personal income tax returns dividends paid to them from the corporation's income, whether it be income payable as dividends or liquidation distribution. the stockholders may additionally elect to adopt a resolution permitting tax loss treatment under Section 1244 of the Internal Revenue Code.

ARTICLE XIII. **LIABILITY**

The private property of the Stockholders shall not be subject to payment of corporate debts to any extent whatsoever.

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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


J. DAVID CARTER
as Registered Agent

8.15.2002
Date