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(Requestor's Name)

- Glitz & Glamour Enterprises -
- Alisa Scott -
- P.O. Box 680517 -
- Miami, FL 33168-0517 -

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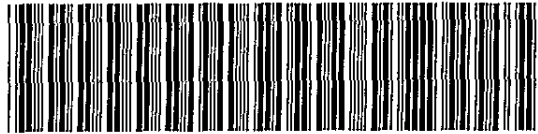
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11/2/03

ARTICLES OF INCORPORATION

OF

GLITZ & GLAMOUR ENTERPRISES, INC.

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The undersigned, Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is, **GLITZ & GLAMOUR ENTERPRISES, INC.** hereafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation are **1410 Southwest 87th Terrace – Pembroke Pines, Florida 33025**

ARTICLE III: DURATION OF THE CORPORATION

The period of the duration of the Corporation shall be perpetual unless dissolve according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The general nature of the business and the object and purposes proposed to be transacted and carried on by and powers of the corporation are to do any and all of the things herein mentioned, as fully and the same extent as natural persons might or could do,

To produce, manufacture, purpose, or acquire in any lawful manner and pledge, sell and trade in goods, wares, merchandise, services, and property of any and every kind, class and licensors, wholesalers, retailers, importers and exporters and to acquire all such merchandise, supplies, materials, trademarks, patents, copyrights, and other articles as shall be necessary or incidental to such business.

To create, sell, own, hold, trade, convey or otherwise manufacture, either within or without the State of Florida, in the United States, and in foreign countries, and any interest therein, necessary or convenient for the purpose s herein expressed, including stores, shops, plants, and commissaries to be used in or in connection with the business.

To apply for, purchase, or in any manner acquire, and to hold, own, use, and operate, and to sell or in any manner dispose of, and grant license or other rights, inventions, improvements, and processes used in connection with or secured under any trademarks,

letters, patents, or copyrights of the United States or other countries, or otherwise, and to work, operate, or develop the same, and to manufacture and sell products under trademarks, letters, patents, or copyrights, and grant licenses to so the same, and to carry on any business, manufacturing, or otherwise, which may directly or indirectly effectuate these objects or any of them.

To carry on the business of import and export of general merchandise for all foreign and domestic markets, to export from and import into the United States, its territories and possessions and any and all foreign countries, as principle or agent, and to act as factors, franchisors, franchises, of products and materials of every kind and to sell, purchase, and produce, deal in with materials of every kind or nature.

To acquire the goodwill, rights and property, and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this corporation, bonds, or otherwise to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part necessary or convenient in and about the conduct and management of such business.

To enter into, make and perform contracts of every kind with any person, firm, association, partnership, syndicate, entity, or any corporation, domestic or foreign municipality, political body, county, territory, state, government, or colony or dependency thereof, domestic or foreign.

To acquire, manufacture, and produce products of every kind and generally deal in grants, concessions, franchises and contracts of every kind; to promote and aid in any way in the formation of any corporation domestic and foreign.

To have offices, conduct its business and promote its objects within and without the State of Florida in other states, District of Columbia, the territories and colonies of the United States, and in foreign countries, without restrictions as to place or amount.

In general, to carry on any other business or enterprise and exercise all or any of the corporate powers which may be carried on or exercised by a corporation organized under Chapter 607, Florida Statutes, as amended, not forbidden by the laws of the State of Florida,

And Further, to do and perform and cause to be done or performed each, any and all of the acts and things above enumerated, or otherwise granted or permitted by law, and any and all other acts and things insofar as the same may be incidental to or included in any and all general powers given, and

To do all of the acts and things and conduct and carry on all business and enterprises to the same extent as any natural person which is not specifically prohibited by the laws of the State of Florida, United States of America, any rule or regulation promulgated thereunder.

The said corporation may perform any part of its business outside the State of Florida, in other states, territories, or possessions of the United States and in all foreign countries.

ARTICLE V: AUTHORIZED SHARES

The Corporation is to issue twenty-five thousand (25,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration, as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services as evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rated share thereof at the price at which it is offered to others.

ARTICLE VII: INTIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is **1410 Southwest 87th Terrace – Pembroke Pines, Florida 33025.**
And the registered agent at that office is Melonie Burke

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have five (5) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws. The initial Board of Directors of the Corporation shall comprise of:

Melonie Burke – 1410 Southwest 87th Terrace – Pembroke Pines, FL 33025 - President
Akua Scott – 217 Northwest Third Court – Boynton Beach, FL 33436-4040 – V. Pres.
Charles C. Scott – 217 Northwest Third Court – Boynton Beach, Florida 33436-4040 – D
Dinavon Bythwood – 1410 Southwest 87th Terrace – Pembroke Pines, FL 33025 - D
Dushawn Moses – 555 Northeast 15th Street – Miami, FL 33132 - D

ARTICLE XI: INCORPORATORS

IN WITNESS WHEREOF, I Melonie Burke, the undersigned incorporator, have
signed these Articles of Incorporation on the 30 day of 11 2002, and
acknowledged the same to be my act.

Signed Melonie Burke

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR
THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First -That **GLITZ & GLAMOUR ENTERPRISES, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated, in the Articles of Incorporation at the City of Pembroke Pines, County of Broward, State of Florida, has named, Melonie Burke at 1410 Southwest 87th Terrace in the City of Pembroke Pines, County of Broward, State of Florida, as the agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: Melonie Burke

DATE: 11/30/02

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TALLAHASSEE, FLORIDA

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