

P03000012903

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

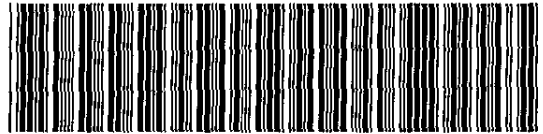
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500010941635

02/03/03--01087--022 \*\*70.00

STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

03 FEB -3 PM 2:33

RECEIVED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 FEB -3 AM 10:56

FILED

me 2/4

LAW OFFICES  
**Messer, Caparello & Self**  
A Professional Association

Post Office Box 1876  
Tallahassee, Florida 32302-1876  
Internet: [www.lawfla.com](http://www.lawfla.com)

February 3, 2003

Division of Corporations  
Florida Department of State  
Firestone Building  
Tallahassee, FL 32399

Re: Mini-B North America, Inc.

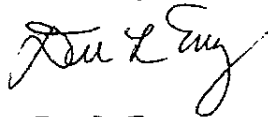
To Whom It May Concern:

Transmitted herewith is one set of "Articles of Incorporation" for the referenced entity, plus a check in the amount of \$70.00 as the required filing fee. Please date stamp the included copy of the Articles and return the original, when properly filed, to Bob L. Harris, Esq. at:

Bob L. Harris, Esq.  
Messer, Caparello & Self, P.A.  
215 South Monroe Street  
Suite 701  
Tallahassee, FL 32301

Thank you for your assistance and cooperation.

Sincerely,



Dee L. Emery  
Assistant to Mr. Harris

/dle  
Enclosures

FILED

03 FEB -3 AM 10: 56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**MINI-B NORTH AMERICA, INC.**

THE UNDERSIGNED, being above the age of eighteen (18) years and competent to contract, and being a citizen and resident of the United States of America, for the purpose of organizing a corporation, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of this Corporation shall be: **MINI-B NORTH AMERICA, INC.**, (hereinafter called the "Corporation").

**ARTICLE II.**

**DURATION**

This Corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

**ARTICLE III.**

**PLACE OF BUSINESS**

The principal place of business for the Corporation shall be 3951 N. Haverhill Rd., Suite 215, West Palm Beach, Florida 33417.

**ARTICLE IV.**

**GENERAL PURPOSE; GENERAL POWERS**

The primary purpose for which this Corporation is organized is to engage or transact in any and all lawful activities or business permitted under the laws of the United States and including all of the powers of a Florida corporation pursuant to the Florida Business Corporation Act, and nothing

herein shall be construed as limiting or eliminating any such powers.

#### **ARTICLE V.**

#### **CAPITAL STOCK**

The aggregate number of shares, which this Corporation shall have authority to issue, is the total sum of Ten Thousand (10,000) shares of common stock, each having an individual par value of one dollar (\$1.00) per share. There can be only one class of common stock, and no preferred stock. No shareholder can be a nonresident alien. All shareholders must be individuals, certain trusts, estates (decendent's or bankruptcy), qualified retirement plan trusts, or charitable organizations exempt from tax under IRC 501(a). No shareholder can be a partnership or a corporation. The number of shareholders, and the type of shareholder, may be restricted, pursuant to regulations of the Internal Revenue Service, as applicable to S Corporations.

#### **ARTICLE VI.**

#### **INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial Registered Agent of this corporation shall be located at 3951 N. Haverhill Rd., Suite 215, West Palm Beach, Florida 33417, and the initial registered agent of this Corporation at that address shall be John Stewart. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

#### **ARTICLE VII.**

#### **INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as incorporator is: John Stewart, 3951 N. Haverhill Rd., Suite 215, West Palm Beach, Florida 33417.

#### **ARTICLE VIII.**

#### **INDEMNIFICATION**


The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

**ARTICLE IX.**

**DIRECTORS**

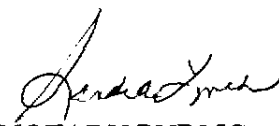
This Corporation shall have two (2) Directors initially and the number of Directors may be increased or diminished from time to time as provided in the By-laws of this Corporation but shall never be less than one (1). The name and address of the initial Directors of this Corporation are as follows: John Stewart, 3951 N. Haverhill Rd., Suite 215, West Palm Beach, Florida 33417, and Gloria Stewart, 3951 N. Haverhill Rd., Suite 215, West Palm Beach, Florida 33417.

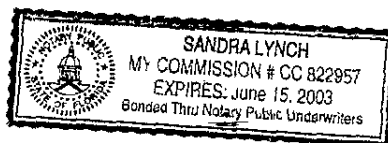
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 30 day of JANUARY, 2003.

  
John Stewart, Incorporator

Sworn to and subscribed before me this 30<sup>th</sup> day of Jan, 2003, by John Stewart, who is personally known to me or who has produced A. Privio Inc. as identification.



  
NOTARY PUBLIC  
Name Typed or Printed:  
Notary Commission No.:  
Commission Expires:

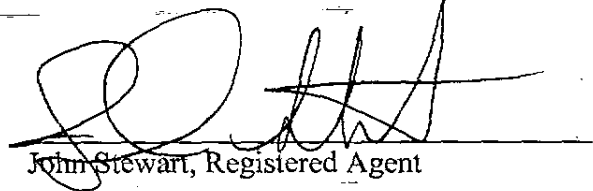


**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, F.S., of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of Mini-B North America, Inc., a Florida Corporation, in the Corporation's Articles of Incorporation:

Having been named as registered agent to accept service of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate this 30<sup>th</sup> day of January, 2003.

  
John Stewart, Registered Agent

FILED  
03 FEB -3 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA