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138 2/21/03

CT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 20, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5792603 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

WIN2 Solutions, Inc. (FL)
Incorporation
Florida

WIN2 Solutions, Inc. (FL)
- Cert Copy of Articles of Inc
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at
(850) 222-1092. Thank you very much for your help.

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

CT CORPORATION

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

FILED
2003 FEB 20 AM 7:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

ARTICLES OF INCORPORATION

OF

WIN² SOLUTIONS, INC.

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2003 FEB 20 AM 7:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 and/or Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be:

WIN² SOLUTIONS, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PRINCIPAL OFFICE

The initial principal office and mailing address of the corporation shall be 1950 SUMMER CLUB DRIVE, APARTMENT 102, OVIEDO, FLORIDA 32765.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V - SHARES

The corporation is authorized to issue one (1) class of stock consisting of ONE THOUSAND (1,000) shares of ONE (\$1.00) Dollar par value common stock.

ARTICLE VI - INITIAL DIRECTORS

The corporation shall initially have one (1) Director to hold office until the first Annual Meeting of Shareholders and until the successor shall have been duly elected and

qualified, or until earlier resignation, removal from office of death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name of the Initial Director of the Corporation is:

PETER A. FALLIS
PO BOX 880634, BOCA RATON, FLORIDA 33488-0634

ARTICLE VII - REGISTERED AGENT

The street address of the initial registered office of the corporation is 1950 SUMMER CLUB DRIVE, APARTMENT 102, OVIEDO, FLORIDA 32765, and the name of the initial Registered Agent of the corporation is PETER A. FALLIS.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator of the corporation is:

PETER A. FALLIS
PO BOX 880634, BOCA RATON, FLORIDA 33488-0634

ARTICLE IX - AMENDMENTS

These articles of Incorporation may be amended in accordance with applicable law upon the affirmative vote of the holders of a majority of the outstanding shares of the Corporation. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESSES WHEREOF, the undersigned has executed these Articles of Incorporation on this day 14 day of FEBRUARY, 2003.



PETER A. FALLIS, Incorporator

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

By: _____

PETER A. FALLIS

Date: _____

February 14, 2003

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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