# P0300054512

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### TRANSMITTAL LETTER

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

SUBJECT:	(PROPOSED CORPORATE		_
Enclosed is an origin	nal and one(1) copy of the articl	es of incorporation and a	check for:
☐ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	□ \$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	□ \$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED
		ROM:	
Vincent Donno Photographic Name (Printed or typed)			
3064 Worfe Court		ا المحادث الم	
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NOTE: Please provide the original and one copy of the articles.

## Articles of Incorporation of VINCENT-DONNA PHOTOGRAPHY

FILED 03 MAY -9 AM 9: 24

SECRETARY OF STATE TALLAHASSEE FLORIDA

#### 1. Corporate Name

The name of the Corporation shall be: VINCENT-DONNA PHOTOGRAPHY INC. The principal place of business of this corporation shall be 3064 Wolfe Court, Oviedo, FL. 32766

#### 2. Registered Agent in Initial Registered Office

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be: Steven M. Kleinberger, 1411 El Cajon Court, Winter Springs, Fl. 32708.

The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

#### 3. Nature of the Business:

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, the United States or any other state, country, territory or nation.

#### 4. Capital Stock.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares with each share having a par value of \$1.00 per share.

#### 5. Incorporator.

The name and mailing address of the incorporator signing these Articles of Incorporation as incorporator is:

STEVEN M. KLEINBERGER 1411 El Cajon Court Winter Springs, Fl. 32708

#### 6. Existence.

The Corporation shall have perpetual existence, commencing on the date of filing of these articles of in the office of the Secretary of State, for the State of Florida

#### 7. Board of Directors:

This corporation shall have two directors initially. The number of directors may be increased or diminshed from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

#### 8. Initial Directors:

The names of the initial directors of this corporation and their street addresses are:

Vincent J. Moavero: 3064 Wolfe Court, Oviedo, FL. 32766 Donna Moavero: 3064 Wolfe Court, Oviedo, FL. 32766

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever comes first.

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places that may from time to time be designated by the Board of Directors.
- (b)A increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.
- (c) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

#### 9.Initial Officers

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation or until their successors are elected/appointed are:

VINCENT J. MOAVERO 3064 Wolfe Court Oviedo, FL. 32766 **PRESIDENT** 

DONNA MOAVERO 3064 Wolfe Court Oviedo, FL. 32766 VICE-PRESIDENT

#### 10. Amendment:

These articles 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 at least a mjority of the stockholders entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certian amendment of the Articles of Incorporation be made.

#### 11. Preemptive Rights:

identification: Known

Every shareholder upon slae for cash of any new stock of this corporation of the same kind, class or series as that which he already holds has the right to purchase his pro-rata share thereof at the price at which it is offered to others.

#### 12. By-Laws:

The power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation on the April , 2003.

Steven M. Kleinberger	DEBORAH BOULWARE MY COMMISSION & CC 850924 EXPIRES: August 9, 2003
State ofFLORIDA	Bonded Thru Notary Public Underwriters
County of _SEMINOLE	
* - · · ·	rsonally appeared STEVEN M. KLEINBERGER to bed as incorporator and executed the foregoing Articles

of Incorporation, acknowledged before me, that he subscribed to these Articles of

Incorporation on the  $\frac{25}{4}$  day of  $\frac{Apn}{2}$  2003. The following was provided as

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Notary Public's Signature
State of Florida at Large

Dehovah Boulware

Notary Public's Printed Name

My commission expires:

#### ACCEPTANCE OF DESIGNATION

Having been designated as registered agent for the above name corporation to accept service of process at the address listed, I hereby accept said designation and agree to act in this capacity and to comply with the revisions of said act relative to keeping open said office.