# P03000057154

| (Re                       | questor's Name)   |           |
|---------------------------|-------------------|-----------|
| (Ad                       | dress)            |           |
| (Ad                       | dress)            |           |
| (Cit                      | y/State/Zip/Phone | e #)      |
| PICK-UP                   | WAIT              | MAIL      |
| (Bu                       | siness Entity Nan | ne)       |
| (Do                       | cument Number)    |           |
| Certified Copies          | Certificates      | of Status |
| Special Instructions to I | Filing Officer:   |           |
|                           |                   |           |
|                           |                   |           |
|                           |                   |           |
|                           |                   |           |

Office Use Only



800018804938

##78.75 \*\*78.75

O3 MAY IS AN 9: 29

MAY 23 2003

FILED

#### ARTICLES OF INCORPORATION

(A corporation for profit)

SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### VINSLY, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, do(es) hereby adopt the following Articles of Incorporation:

Article One (Name)

The name of the corporation shall be: VINSLY, INC.

#### <u>Article Two</u> (Principal Office & Term of Existence)

The principal place of business and mailing address shall be at 5221 El Toro Ct., #170, Tampa, Hillsborough County, Florida, 33603, and the duration of the corporation is perpetual.

#### Article Three (Purpose & Nature Of Corporate Business)

The purpose and nature of the business, objects and intents of the corporation proposed to be transacted, prompted and carried on are to do any all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do:

- 1. To engage in any business as related to the hereinbelow mentioned purposes, and any other business, that is legal under the laws of the State of Florida; and,
- To engage in the sale, receipt and distribution of goods and products, and related services and supplies.

# Article Four (Capital)

The amount of capital with which the Corporation shall begin is Three Thousand Dollars (\$3,000.00).

# Article Five (Registered Agent)

The registered agent for the corporation shall be Jack Jean-Gilles, at 5221 El Toro Ct., #170, Tampa, Florida, 33603.

#### Article Six (Number of Directors)

The affairs of this Corporation shall be conducted by a Board of Directors who are the shareholders of the Corporation. The Board of Directors shall consist of two (2) members.

#### Article Seven (Qualification of Members & Subscribers Incorporators and Share)

The membership of this Corporation shall constitute all persons hereinafter named as subscribers and shareholders. Subscribing Incorporators to these Articles and the number and type of shares subscribed to by each shareholder(s) are as follows:

Name: Number of Shares: Address:

Jack Jean-Gilles 1500 (common stock) 5221 El Toro Ct., #170, Tampa, Florida, 33603

Vinsly Jean-Pierre 1500 (common stock) 5221 El Toro Ct., #170, Tampa, Florida, 33603

# Article Eight (Board of Directors)

The name(s) and address(es) of the person(s) who are to serve as Directors for the ensuing year, or until the first annual meeting are:

Jack Jean-Gilles 5221 El Toro Ct., #170, Tampa, Florida, 33603

Vinsly Jean-Pierre 5221 El Toro Ct., #170, Tampa, Florida, 33603

#### <u>Article Nine</u> (Capital Stock)

- 1. The maximum number of shares that this Corporation is authorized to have outstanding at any one time, unless otherwise properly changed, is Three Thousand (3,000) of One Dollar (\$1.00) par value each share, all of which shall be 3,000 shares of common stock and zero (0) shares of other stock, all of which shall be capital of the Corporation.
- 2. The stock of the Corporation shall be owned principally and at all times by the subscriber(s) of these Articles of Incorporation. The number and type of shares subscribed to by each subscriber is set forth hereinabove.

#### Article Ten (Initial Officers)

The initial officers of this corporation shall be a President, Vice- President, and Secretary. The initial officers and the name(s) and address(es) and office held of the person(s) who shall serve as initial officers of this corporation until the first meeting of the stockholders, are:

Jack Jean Gilles - President - 5221 El Toro Ct., #170, Tampa, Florida, 33603

Vinsly Jean-Pierre - Vice-President & Secretary - 5221 El Toro Ct., #170, Tampa, Florida, 33603

The officers shall be elected by the stockholders of this Corporation at each annual meeting and as provided by the By-Laws.

# Article Eleven (By-Laws and Amendments)

The stockholders of this Corporation shall provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as the stockholders may deem necessary from time to time.

Upon proper notice, the By-Laws may be amended, altered, or rescinded by a majority vote of the stockholders at any regular meeting or any special meeting called and properly noticed for that purpose. The Corporate Articles may likewise be amended by a majority vote of the stockholders.

# Article Twelve (Meetings & Conduct of Business)

The regular meeting of this Corporation shall be held on the first Monday of each month at 8:00 p.m., at the office of the Corporation, or at any other location or place and time properly designated by the President of the Corporation. The business of the Corporation shall be conducted in accordance with these Articles and By-Laws of the Corporation.

| Jack Jean-Gilles Subscribing Incorporator  State of Florida SS: County of Hillsborough  BEFORE ME, a Notary Public, duly authorized to take acknowledgments in the State and County afore-named, personally appeared Who presented the following identification: (or are personally known), or is/are well known to me to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed and subscribed to these Articles of Incorporation.  WITNESS MY HAND and official seal in the County and State above-named, on this Apply Apply 2003.  My commission expires:  WITNESS MY HAND and official seal in the County and State above-named, on this Apply 2003.  My commission expires: | IN WITNESS WHI set my/our hand and seal, ti for profit under the laws of  | his 🔼 day of Ap <del>ril</del>   | 1-2003, for the purpose   | incorporators have hereunto of forming this Corporation  |         |
|---|---|--|---|--|---------|
| State of Florida  SS:  County of Hillsborough  BEFORE ME, a Notary Public, duly authorized to take acknowledgments in the State and County afore-named, personally appeared Jack Jean-Gilles and Vinsly Jean-Pierre who presented the following identification: (or are personally known), or is/are well known to me to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed and subscribed to these Articles of Incorporation.  WITNESS MY HAND and official seal in the County and State above-named, on this  |   | <u></u>  |   |  |         |
| SS:  County of Hillsborough  BEFORE ME, a Notary Public, duly authorized to take acknowledgments in the State and County afore-named, personally appeared Jack Jean-Gilles and Vinsly Jean-Pierre who presented the following identification: (or are personally known), or is/are well known to me to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed and subscribed to these Articles of Incorporation.  WITNESS MY HAND and official seal in the County and State above-named, on this  | Subscribing Incorporator  |  | Subscriping Incorporato   | PF*  |         |
| BEFORE ME, a Notary Public, duly authorized to take acknowledgments in the State and County afore-named, personally appeared Jack Jean-Gilles and Vinsly Jean-Pierre who presented the following identification: (or are personally known), or is/are well known to me to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed and subscribed to these Articles of Incorporation.  WITNESS MY HAND and official seal in the County and State above-named, on this   | State of Florida  | ) 55.  |   |  |         |
| County afore-named, personally appeared Jack Jean-Gilles and Vinsly Jean-Pierre who presented the following identification: (or are personally known), or is/are well known to me to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed and subscribed to these Articles of Incorporation.  WITNESS MY HAND and official seal in the County and State above-named, on this April, 2003.   | County of Hillsborough  | )  |   |  |         |
| Notary Public, State of Fla. at Large   | County afore-named, perso who presented the following be the person(s) described Incorporation, and acknow Incorporation.  WITNESS MY HA day of April, 2003.  MA My Commission expires: | nally appeared J<br>g identification: (or<br>as subscriber(s) in a<br>ledged that they exe | Jack Jean-Gilles and Viner are personally known) and who executed the for exited and subscribed to lin the County and State | sly Jean-Pierre , or is/are well known to me to regoing Articles of these Articles of e above-named, on this | ,<br>TH |

B L BURGIN
MOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. OC1001359
MY COMMISSION EXP. FEB. 12,2005

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT AND AGENT'S ADDRESS UPON WHOM PROCESS MAY BE SERVED

# In Pursuance of Chapter 48.091, Florida Statutes, the following is submitted, In compliance with said Act:

First - That VINSLY, 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 Tampa, Hillsborough County, Florida, has named Jack Jean-Gilles, at 5221 El Toro Ct., #170, Tampa, Florida, 33603, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (Must be signed by designated agent)

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

Jack Jean-Gilles
Registered Agent

SEUNLIARY OF STATE