

PO300000 62436

EFFECTIVE DATE

6-1-03

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

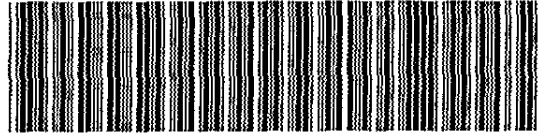
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FILED
03 JUN -2 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-6-03
[Signature]

TRANSMITTAL LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl 32314

SUBJECT: Primary Adoptions, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$78.75 for Filing Fee & Certified Copy

From: Primary Adoptions, Inc.
8358 NW 14 Court
Coral Springs, Fl 33071

EFFECTIVE DATE
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**ARTICLES OF INCORPORATION
OF**

Primary Adoptions, Inc

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes hereafter stated, by and under the provisions of the laws of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE 1 – NAME

The name of this corporation is:

Primary Adoptions, Inc

The address of the principal office of this corporation shall be 8358 NW 14 Court, Coral Springs, FL 33071 and the mailing address shall be the same.

ARTICLE 11- DURATION

This corporation shall have perpetual existence. The corporate existence commences on June 1, 2003.

ARTICLE 111- PURPOSE

This corporation is organized for the following purposes.

- A. Of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.
- B. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choices in either as owner, broker agent, or factor.
- C. In the purchase or acquisition of property, business rights or franchise, or for the additional working capital, or any other objective in or about its business affairs and without limit as to amount: to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.
- D. To engage in any or all lawful activity and to institute, participate in and promote commercial mercantile, financial and industrial enterprises and operations and for the purpose of transacting any or all lawful business.

Article IV – CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1 (par value Stock) which shall be designated "Common Shares".

ARTICLE V – PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI – INITIAL REGISTERED AGENT

The street address of the initial registered agent of this corporation is: 8358 NW 14 Court, Coral Springs, Fl 33071.

The name of the initial registered agent of this corporation at this address is:
Suzanne Romanoff.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of initial director of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

NAME	ADDRESS
Suzanne Romanoff	8358 NW 14 Court, Coral Springs, Fl 33071
Richard W Euler	8358 NW 14 Court, Coral Springs, Fl 33071

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is:

NAME	ADDRESS
Suzanne Romanoff	8358 NW 14 Court, Coral Springs, Fl 33071

ARTICLE IX – BYLAWS

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

ARTICLE X- CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such elections shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XI – INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XII- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes herein stated this May 28, 2003.

Suzanne Romanoff

Subscriber

STATE OF FLORIDA
COUNTY OF Indian River

BEFORE ME, an officer authorized to take acknowledgment in the State and County set forth above, did personally appeared Suzanne Romanoff and well known to me to be the person described in and executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same freely and voluntarily for the used and purposes express therein. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30 day of May, 2003.

Notary Public

My Commission expires: _____

Linda D. Stursberg



LINDA D. STURSBURG
MY COMMISSION # DD 140127
EXPIRES: September 18, 2006
Bonded Thru Budget Notary Services

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

In pursuance of chapter 48,091 Florida Statutes, the following is submitted in compliance with said Act: ~~XXXXXXXXXX~~ ^{PRIMA BELL ADOPTIONS}, Inc. desiring to organize under the laws of the State of Florida has named Suzanne Romanoff, 8358 NW 14 Court, Coral Springs, FL, its agent to accept service of process within the 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.

By: Suzanne Romanoff
Resident Agent

03 JUN -2 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED