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## STEVEN L. ROBBINS, P.A.

### Attorneys & Counselors at Law

11911 U. S. HIGHWAY ONE, SUITE 309 NORTH PALM BEACH, FLORIDA 33408 **Direct Mail to**:

Business, Real Estate,
Personal Injury, and
Construction Litigation
Palm Beach Gardens, F1 33420-3118

Of Counsel: Thomas L. Spall, Esquire Criminal Law, Family Law

Ph. (561) 691-0404

EMAIL: counsel62@hotmail.com

Fax (561) 691-0378

July 9, 2003

Secretary State of Florida Division of Corporations P.O. Box 6250 Tallahassee, FL 32314

Re: Idyllic Interiors, Inc.

Dear Sir / Madam:

Enclosed please find a check i.a.o. \$70.00 for the process of the original Articles of Incorporation sent to you on July 3<sup>rd</sup> (copy enclosed). Please mail back the certified copy in the SASE provided. Thank you for your prompt attention to this request.

Sincerely,

Marta Elena Cervera, Legal Assistant for

Steven L. Robbins, Esquire,

For the Firm

**Enclosures** 

## ARTICLES OF INCORPORATION OF IDYLLIC INTERIORS, INC.

# FILED 03 JUL 10 AM II: 02 SECRETARY OF STATE TAI LAHASSEE, FLORIDA

#### ARTICLE I. NAME

The name of this corporation shall be IDYLLIC INTERIORS, INC.

#### **ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the FLORIDA DEPARTMENT OF STATE. This corporation's duration shall be perpetual.

#### ARTICLE III. PURPOSES, POWERS, & RIGHTS

This corporation is being organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

In furtherance of its corporate purposes, this corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by laws of the State of Florida.

#### ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000,000 shares common capital stock, each with a par value of \$0.0001. By majority vote of the board of directors, the corporation shall have the right to cancel any issued shares for which the full consideration is not timely received as and when due.

#### ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VI. BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be **one**. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

A. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board Of Directors, except as otherwise herein provided or reserved to the holders of common stock.

- B. 1. As indicated above, the number of members of the Board Of Directors may be increased from time to time, as provided in this corporation's bylaws, but (subject to vacancies) in no event may there be less than one director. Each director shall serve until the next annual meeting of shareholders.
- 2. If any vacancy occurs in the Board Of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.
- 3. The name(s) and mailing address(es) of the person(s) who shall serve as director(s) of the corporation until the first annual meeting of the shareholders are as follows:

Edna E. Giardina c/o Steven L. Robbins, P. A., 11911 U. S. Highway One, Suite 309, North Palm Beach, Florida 33408

#### ARTICLE VII. DIRECTOR & SHAREHOLDER ACTION BY CONSENT

Any corporate action upon which a vote of directors (or a committee thereof) or shareholders is required or permitted may be taken without a meeting or vote of directors or shareholders with the written consent of not less than a majority of directors or shareholders having not less than a majority of all of the stock entitled to vote upon the action if a meeting were held; provided, that in no case shall the written consent by holders have less than the minimum percent of the vote required by statute for the proposed corporate action and provided that prompt notice be given to all directors and shareholders of the taking of corporate action without a meeting and by less than unanimous written consent.

#### ARTICLE 1. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the fullest extent permitted by law.

#### ARTICLE VIII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office, and the address of this corporation's initial registered office (and the name of the individual who shall serve as this corporation's initial registered agent at that address), respectively, are:

Initial Corporate Office: 11911 U. S. Highway One, Stc. 309 North Palm Beach, Florida 33408

#### Registered Agent & Office:

Steven L. Robbins, Esquire 11911 U. S. Highway One, Ste. 309 North Palm Beach, Florida 33408

#### ARTICLE IX. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Steven L. Robbins, Esquire, 11911 U. S. Highway One, Ste. 309, North Palm Beach, Florida 33408.

#### ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments hereto, in the manner now or hereafter prescribed by statute. Any rights conferred upon the shareholders are granted subject to this reservation.

(Steven L. Robbins, Esquire)

State Of FLORIDA County of Palm Beach

On 13, 2003, Itven L Lobbins, designated above as the individual who shall serve as the corporation's incorporator, who is personally known to me, or who produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, acknowledged signing these Articles Of Incorporation, and did/did not take an oath.

Notary Public, STATE OF FLORIDA

Commission Expiration Date

Lighth Papp

(Notary Public - Printed Or Typed Name)

Commission Number: DD112845

Edith Papp
Commission # DD112845
Expires June 6, 2006
Bonded Thru

Atlantic Bonding Co., Inc.

(SEAL)

I hereby accept my designation as resident agent and agree to serve as the resident agent of **IDYLLIC INTERIORS**, **INC.** I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for the Corporation.

A JAK	F I 3 JUL I SECRETA
(Steven L. Robbins, Esquire)	O ARY (
State Of FLORIDA	
County of Palm Beach	
on July 3 , 2003, Stoven L. Robbins,	designated above
as the individual who shall serve as the corporation's initial registered agent, v	vho is personally
known to me, or who produced a FLORIDA driver's license as identific	ation, personally
appeared before me at the time of notarization, acknowledged signing th	ese Articles Of
Incorporation, and did/did not take an oath.	
Guil Papy	
Notary Public, STATE OF FLORIDA	
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(Notary Public - Printed Or Typed Name)	

Commission Expiration Date: Que 4, 2006

Commission Number: DD 1/2

Bonded Thru Atlantic Bonding Co., Inc.