

PD3000105566

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

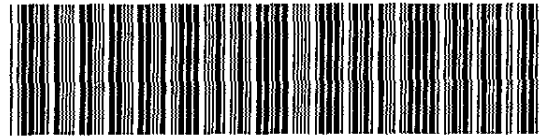
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500023103785

09/22/03--01076--015 \*\*78.75

FILED

2003 SEP 22 PM 3:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09-25-03  
3

## TRANSMITTAL LETTER

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

**SUBJECT:** Evolution Marketing Services, Inc.

(PROPOSED CORPORATE NAME - **MUST INCLUDE SUFFIX**)

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

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Stenning Schueppert

Name (Printed or typed)

2601 Hernando Street, Unit 8

Address

Miami, FL 33134

City, State & Zip

305-379-2232 x 179

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**  
**OF**  
**EVOLUTION MARKETING SERVICES, INC.**

The undersigned, acting as incorporator and registered agent of a Corporation by virtue of the Laws of the State of Florida, in compliance with Chapter 607, F.S. (Profit), adopt the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of this corporation (hereinafter called the corporation) is: Evolution Marketing Services, Inc.

**ARTICLE II: PRINCIPLE OFFICE**

The principle place of business/mailing address is:

2601 Hernando Street  
Unit 8  
Miami, FL 33134

**ARTICLE III: PURPOSE & DURATION**

The purposes for which the corporation is organized, which shall include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Stock Corporation Act, are as follows:

- To provide marketing and business planning solutions which include a variety of services and products depending on the project and customer the corporation is addressing. Such services may cover – but are not limited to – advertising, branding, general marketing, business strategy, customer and competitor due diligence, finance, or other critical business issues.
- To have, in furtherance of the corporate purposes, all of the powers conferred upon business corporations organized under the Florida Corporation Act.

The corporation is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency, or other body.

The duration of the corporation shall be perpetual.

**ARTICLE IV: SHARES**

The total number of shares of capital stock which the corporation has the authority to issue is 30,000 divided into 20,000 shares of common stock with no par value and 10,000 shares of preferred stock with no par value.

The following is a description of each class of stock of the corporation with preferences, conversion, and other rights, restrictions, voting powers, and qualifications of each class:

- 1) Except as hereinafter provided with the respect to voting powers, the common stock and the preferred stock of the corporation shall be identical in all respects. The Board of Directors may change such designation only with a majority vote of the common shareholders.

2003 SEP 22 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

- 2) With respect to voting powers, except as otherwise required by the laws of the State of Florida, the holders of common stock shall possess all voting powers for all purposes including, by way of illustration and not limitation, the election of directors, and holders of preferred stock shall have no voting power whatsoever, and no holder of preferred stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the corporation or the stockholders thereof or be entitled to notification as to any meeting of the Board of Directors or the stockholders.

No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of the corporation for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been reacquired and have treasury status, and any and all of such rights and options may be granted by the Board of Directors to such persons, firms, corporations, and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

The stated capital of the corporation may be reduced by the Board of Directors, without the assent of the stockholders.

#### **ARTICLE V: DIRECTORS, OFFICERS AND INDEMNITIES**

The following provides the names and roles of the Directors and Officers:

Heather Schueppert

*President*

*Director*

2801 Hernando Street

Unit 8

Miami, FL 33134

Stenning Schueppert

*Vice-President & Chief Financial Officer*

*Secretary*

*Chairman of the Board; Director*

2801 Hernando Street

Unit 8

Miami, FL 33134

The initial Board of Directors shall consist of Heather Schueppert and Stenning Schueppert. The corporation is authorized to appoint up to five total Board members at the discretion (majority vote) of the Board.

The corporation shall, to the fullest extent permitted by the provisions of the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

**ARTICLE VI: REGISTERED AGENT**

The name and complete business address in the State of Florida of this corporation's registered agent for service of process is:

Stenning Schueppert  
2601 Hernando Street  
Unit 8  
Miami, FL 33134

His business office is identical with the initial registered office of the corporation as set forth above.

**ARTICLE VII: INCORPORATOR**

The office of the corporation is to be located in the County of Dade, State of Florida. The name and complete Florida address of the Incorporator is:

Heather Schueppert  
2601 Hernando Street  
Unit 8  
Miami, FL 33134

**ARTICLE VIII: FISCAL YEAR**

The corporation will have the fiscal year ending December 31<sup>st</sup> of each year, regardless of which day of the week such date falls on.

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

  
\_\_\_\_\_  
Signature of Registered Agent

Stenning Schueppert  
Printed Name of Registered Agent

September 18, 2003  
Date

  
\_\_\_\_\_  
Signature of Incorporator

Heather Schueppert  
Printed Name of Incorporator

September 18, 2003  
Date