



**TRANSMITTAL LETTER**

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

SUBJECT: DENOVA USA, 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

|  |  |
|--|--|
| <input type="checkbox"/> \$78.75 Filing Fee & Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status |
| <b>ADDITIONAL COPY REQUIRED</b>                              |  |

FROM: DONOVAN E. MARAIS  
Name (Printed or typed)

15020 ARBOR RESERVE CIR. - APT # 101  
Address

TAMPA, FL 33624  
City, State & Zip

813-972-0067  
Daytime Telephone number

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

**Articles of Incorporation  
Of  
Denova USA, Inc.**

FILED  
04 JAN 14 AM 7:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for the purposes of forming a corporation under the Florida General Corporation Act hereby adopts the following Articles of Incorporation:

**Article I. Name**

The name of this corporation is Denova USA, Inc.

**Article II. Duration**

The term of existence of the corporation is perpetual.

**Article III. Purpose**

This corporation is organized to engage in the business of importing and selling wines and gourmet foods in the United States. In Addition, the corporation will transact any or all-lawful business for which corporations my be incorporated under the Florida General Corporations Act.

**Article IV. Capital Stock**

This corporation is authorized to issue 1,000 shares of stock, having a par value of \$0.10 per share.

**Article V. Initial Registered Office and Agent**

The street address for the initial principle office of this corporation is 2618 Success Dr.; Odessa, Fl 33556 and the name of the initial registered agent of this corporation at that address is Donovan E Marais.

**Article VI. Initial Board of Directors**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

Name  
Donovan E Marais

Address  
15020 Arbor Reserve Circle apt # 104  
Tampa, Fl 33624

**Article VII. Incorporator**

**The Name and address of the person signing these articles is:**

**Donovan Marais  
15020 Arbor Reserve Circle Apt # 104  
Tampa, Fl 33624**

**Article VIII. Indemnification**

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

**Article IX. 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 subscriber has executed these Articles of Incorporation this 8<sup>th</sup> day of January 2004.**

  
Donovan E Marais, Incorporator

STATE OF FLORIDA                    )  
  )  
COUNTY OF HILLSBOROUGH )     SS:

**Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Donovan E Marais, known to me and know by me to the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.**

**IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this day 8<sup>th</sup> day of January 2004.**

  
Notary Public  
State of Florida at Large

My commission expires: 11/22/07



TARA DORSEY  
MY COMMISSION # DD 280220  
EXPIRES: November 22, 2007  
Bonded thru Budget Notary Services


**Registered Agent  
Of  
Denova USA, Inc.**

**In pursuant of Chapter 48.091, Florida Statutes, the following submitted, in compliance with said act.**

**That the above-named corporation desiring to organize under the laws of the State of Florida with its principle office as shown below has named the undersigned as it agent to accept service of process within this State at the address set forth below.**

**Acknowledgement and Acceptance**

**Having been named to accept service of process for the above named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the law of the State of Florida relative to keeping open said office:**

  
Donovan E Marais  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
ON JAN 14 AM 7:30  
FILED

**Registered Agent's Information:- Mailing address**

**Donovan E Marais  
15020 Arbor Reserve Circle Apt # 104  
Tampa, Fl 33624**