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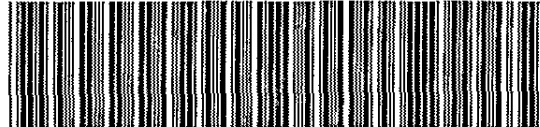
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FILED
2004 FEB 23 PM 1:05
TALLAHASSEE FLORIDA
STATE

2/27/04

Terry M. Rentzepis
2955 Ruth Street
Coconut Grove, Florida 33133

FILED
2004 FEB 23 PM 1:05
TALLAHASSEE, FLORIDA
STATE

February 14, 2004

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Incorporation of "All Ten Thumbs, Inc."

Dear Sir or Madam:

Enclosed herewith is the original and one (1) copy of the Articles of Incorporation of the above-named proposed Florida Corporation.

Also enclosed is a check in the amount of \$78.75 representing payment of the following:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
	\$78.75

Please file the enclosed Articles of Incorporation and forward the certified copy to the undersigned at your earliest opportunity.

Thank you for your attention to this matter.

Sincerely,

Terry M. Rentzepis

TMR/cs
Enclosures

**ARTICLES OF INCORPORATION
OF
ALL TEN THUMBS, INC.**

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2004 FEB 23 PM 1:05
STATE
TALLAHASSEE FLORIDA

The undersigned, a natural person, competent to contract, hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Florida Statutes, Chapter 607.

ARTICLE I

NAME

The name of this corporation shall be All Ten Thumbs, Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Terry Michael Rentzepis
2955 Ruth Street
Coconut Grove, Florida 33133

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have (2) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street address are:

Name: Terry Michael Rentzepis

Title: Director, President, Treasurer, and Secretary
Address: 2955 Ruth Street, Coconut Grove, Florida 33133

and

Name: Sheri Ann Rentzepis
Title: Director and Vice President
Address: 2955 Ruth Street, Coconut Grove, Florida 33133

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII

PRINCIPAL OFFICE

The principal office of the corporation is as follows:

2955 Ruth Street
Coconut Grove, Florida 33133

ARTICLE IX

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Terry Michael Rentzepis
2955 Ruth Street
Coconut Grove, Florida 33133

ARTICLE X

CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual

shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI

BY-LAWS

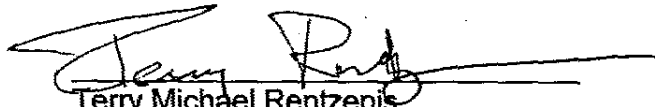
The Shareholder or the Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the Shareholders or Directors in any manner permitted by the By-Laws which is in accord with the purpose of the Corporation as set out in these Articles of Incorporation.

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended by the Corporation in any manner now or hereafter provided for by law.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 17th day of February, 2004.


Terry Michael Rentzepis
President

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2004 FEB 23 PM 1:05

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE
FOR
ALL TEN THUMBS, INC.**

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

In compliance with Florida Statutes Sections 48.091 and 607.0501 the following is submitted:

All Ten Thumbs, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated 2955 Ruth Street, Coconut Grove, Florida 33133, as its initial Registered Office and has named Terry Michael Rentzepis, located at 2955 Ruth Street, Coconut Grove, Florida 33133, as its initial Registered Agent.

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent for the above stated Corporation, at the designated Registered Office, I hereby accept said appointment, and agree to comply with all provisions of Florida Statutes relative to keeping open said office.


Terry Michael Rentzepis
Registered Agent