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***HARVEY D. ROGERS, P.A.***

*Attorney At Law  
Courthouse Plaza, Suite 500  
28 West Flagler Street  
Miami, Florida 33130-1891*

*Harvey D. Rogers, Esq.  
Nory Diaz, Esq.*

*Telephone: (305) 579-2100  
Facsimile: (305) 579-9711  
E-Mail: ROGERSLAW1@AOL.COM*

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

September 15, 2004

RE: In Style, Inc.

Dear Sir/Mam:

Enclosed you will find an original and a copy of the Articles of Incorporation of the above corporation, our check in the amount of \$70.00 and a self-addressed stamped envelope.

Please have the Articles of Incorporation filed and remit a copy to our office in the self-addressed stamped envelope enclosed herein for your convenience.

Should there be any questions relating to the foregoing, please feel free to contact the undersigned.

Thanking you in advance for your prompt attention and cooperation in this matter.

Sincerely,

Harvey D. Rogers, Esq.

HDR/nd

Enclosure



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 17, 2004

HARVEY D. ROGERS, P.A.

SUBJECT: IN STYLE, INC.  
Ref. Number: W04000034580

We have received your document for IN STYLE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filings Section

Letter Number: 404A00055178



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 27, 2004

HARVEY D. ROGERS, P.A. 2ND ML  
28 WEST FLAGLER STREET  
MIAMI, FL 33130-1891

SUBJECT: IN STYLE, INC.  
Ref. Number: W04000034580

We have received your document for IN STYLE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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Tim Burch  
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New Filings Section

Letter Number: 404A00055178

**ARTICLES OF INCORPORATION  
OF  
LAKES WEAR, INC.**

**ARTICLE I**

The name of this Corporation: *Lakes Wear, Inc.*

**ARTICLE II**

This Corporation is organized for the purpose of transacting and to engage in any activity or business permitted under the laws of the State of Florida and The United States of America.

**ARTICLE III**

This Corporation is authorized to issue 7,500 shares of common stock of One (\$ 1.00) Dollar par value. No other class of stock is authorized.

**ARTICLE IV**

The principal office, mailing address and the initial registered office of this Corporation is: Courthouse Plaza, Suite 500, 28 West Flagler Street Miami, Florida 33130-1891, and the name of the initial registered agent of this Corporation, at the above address is: *Harvey D. Rogers.*

**ARTICLE V**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles or any amendment thereto, and rights conferred upon the shareholders is subject to this reservation. All corporate powers shall be exercised by, and the business and affairs of the Corporation shall be managed by a majority vote of the shareholders of this Corporation.

**ARTICLE VI**

This Corporation shall have Four (4) Directors initially. The number of the Directors may be either increased or decreased from time to time by the By-Laws of the Corporation, but shall never be less than One (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
<i>Barry Gross</i>	Courthouse Plaza, Suite 500 28 West Flagler Street Miami , Florida 33130-1891

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STATE OF FLA.  
TALLAHASSEE, FLORIDA

***Norman Grosh*** Courthouse Plaza, Suite 500  
28 West Flagler Street  
Miami , Florida 33130-1891

***Polina Grosh*** Courthouse Plaza, Suite 500  
28 West Flagler Street  
Miami , Florida 33130-1891

***Larisa Gross*** Courthouse Plaza, Suite 500  
28 West Flagler Street  
Miami , Florida 33130-1891

#### ***ARTICLE VII***

The names and addresses of the persons signing these Articles of Incorporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
<b><i>Harvey D. Rogers</i></b>	Courthouse Plaza, Suite 500 28 West Flagler Street Miami, Florida 33130-1891

#### ***ARTICLE VIII***

The names and addresses of the initial Officers of this Corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
<b><i>Barry Gross</i></b>	Courthouse Plaza, Suite 500 28 West Flagler Street Miami , Florida 33130-1891	<b><i>President</i></b>
<b><i>Norman Grosh</i></b>	Courthouse Plaza, Suite 500 28 West Flagler Street Miami , Florida 33130-1891	<b><i>Secretary</i></b>
<b><i>Polina Grosh</i></b>	Courthouse Plaza, Suite 500 28 West Flagler Street Miami , Florida 33130-1891	<b><i>Vice President</i></b>
<b><i>Larisa Gross</i></b>	Courthouse Plaza, Suite 500 28 West Flagler Street Miami , Florida 33130-1891	<b><i>Vice President</i></b>

**ARTICLE IX**

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, and its amendments and modifications thereof. The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the By-Laws of this Corporation in compliance with the Florida General Corporation Act.

**ARTICLE X**

The Corporation shall indemnify all Officers or Directors, or any former Officer or Director, to the full extent permitted by law for all acts done or made on behalf of the Corporation.

**ARTICLE XI**

The Board of Directors of the Corporation may not authorize any mortgage or pledge of, or creation of a security interest in any property and assets of the Corporation for the purpose of securing the payment or performance of any obligation of the Corporation, without obtaining prior Shareholder approval of any and each such transaction by the vote or written consent of the holders of fifty one (51) percent of the shares of the Corporation entitled to vote thereon and not otherwise.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of Sept 2004

Harvey D. Rogers

STATE OF FLORIDA                    }  
  } S.S.  
COUNTY OF MIAMI-DADE        }

Sworn to and subscribed before me this 30th day of Sept 2004 by: Harvey D. Rogers, who did/did not take an oath.

Notary Public - State of Florida

My Commission Expires On:  
Personally Known:            OR Produced Identification Of:           



Norida Diaz  
MY COMMISSION # DD145292 EXPIRES  
August 30, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

**APPOINTMENT AND ACCEPTANCE AS RESIDENT AGENT**

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

That **Lakes Wear, Inc.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Miami, Miami-Dade County, State of Florida, has named **Harvey D. Rogers**, as its resident agent for the Corporation which is located at: Courthouse Plaza, Suite 500, 28 West Flagler Street Miami, Florida 33130-1891, as its agent to accept service of process within this State.

**Lakes Wear, Inc.**

  
Harvey D. Rogers

Title: President

Dated: 9/30/04

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ALINE BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Dated: 9/30/04

  
Harvey D. Rogers