

P04000/62366

(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



500042508535

11/24/04 10:00:00 **78.75

FILED

NOV 24 PM 4:07

11/24/04

12-2-04

Law Office of James W. Kaywell, P.A.

James W. Kaywell, P. A.
James W. Kaywell

2705 Tamiami Trail, Suite 211
Punta Gorda, Florida 33950-4497

Tel: (941) 639-4343
Fax: (941) 639-712

November 23, 2004

Florida Department of State
Division of Corporations – Filings
409 East Gaines Street
Tallahassee, FL 32399

Re: Initial Corporate Filing – Norvegia Corporation

Dear Ladies and Gentlemen:

I enclose the Articles of Incorporation for Novegia Corporation and the Certificate of Designation of Registered Agent and Registered Office.

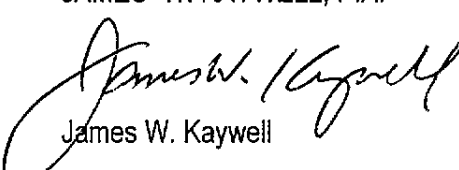
I also enclose my firm's check, dated November 23, 2004, in the amount of \$78.75 to cover the \$35.00 initial corporate filing fee, the \$35.00 registered agent designation fee and \$8.75 for the certified copies of the filing

There is also enclosed a prepaid Federal Express return envelope for the certified copies.

Thank you for your time and attention in this matter.

Very truly yours,

JAMES W. KAYWELL, P.A.



James W. Kaywell

JWK/jp
Enclosures

ARTICLES OF INCORPORATION OF NORVEGIA CORPORATION

FILED
01/22/24 PM 4:07

ARTICLE I - NAME

The name of the corporation is NORVEGIA CORPORATION.

ARTICLE II - REGISTERED AGENT/REGISTERED OFFICE

The initial registered agent of the corporation is James W. Kaywell. The street address of the corporation's initial registered office is 2705 Tamiami Trail, Suite 211, Punta Gorda, FL 33950.

ARTICLE III - POWERS

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV - DURATION

The duration of the corporation shall be perpetual.

ARTICLE V - COMMON STOCK

The aggregate number of shares that the corporation shall have authority to issue is 100,000 shares having a par value of \$.01 per share. All such shares shall be of a single class, designated as common.

ARTICLE VI - SHAREHOLDER VOTING

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE VII - NO PREEMPTIVE RIGHTS

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

ARTICLE VIII - DIRECTORS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one (1) director whose name and address is as follows:

David E. Ruggieri
525 E. Olympia Ave., Suites 5 & 6
Punta Gorda FLORIDA 33950.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE X - DIRECTOR LIABILITY

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act that further limits the acts or omissions for which elimination of

liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective the of such amendment.

ARTICLE XI - BYLAWS

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator of the corporation is:

James W. Kaywell
2705 Tamiami Trail, Suite 211
Punta Gorda, FL 33950

IN WITNESS WHEREOF, the undersigned being all of the incorporators of said corporation execute these article of incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

Dated: November 23, 2004.



James W. Kaywell

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

NORVEGIA CORPORATION

2. The name and address of the registered agent and office is:

James W. Kaywell
2705 Tamiami Trail, Suite 211
Punta Gorda, Florida 33950

FILED
MAY 23 PM 4:07
CLERK OF COURT
PUNTA GORDA, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


JAMES W. KAYWELL, Registered Agent