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**HARVEY H. HARLING**  
Counsellor at Law

Harvey H. Harling

Admitted to Practice in  
Florida and Massachusetts  
Florida Supreme Court Certified  
County Court & Family Mediator

7000 W. Palmetto Park Road  
Suite 404  
Boca Raton, FL 33433  
Tel: (561) 479-2515  
Fax: (561) 416-9295  
E-mail: Harlinglaw@aol.com

March 14, 2005

**STATE OF FLORIDA**  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

**Attention: Secretary of State**

**Reference: Incorporation of BONITA 2005, INC.**

Dear Sir/Madam:

Enclosed for filing please find original and one copy of the Articles of Incorporation for the above referenced company and our check in the sum of \$78.75 for filing fees and certified copy.

Please file the original and return a stamped copy. We have enclosed a self addressed stamped envelope for your convenience.

Thank you for your prompt attention and assistance in this matter.

Sincerely,



Harvey H. Harling  
HHH:ad  
Enclosures  
cc: client

**HARVEY H. HARLING**

FILED  
05 MAR 17 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**BONITA 2005 , INC.**

**ARTICLE 1 - NAME AND PRINCIPAL OFFICE**

The name of this corporation is **BONITA 2005 , INC.** The address of the principal office is 4046 Arthurium Avenue Lantana, FL 33462.

**ARTICLE 2 - DURATION**

This corporation shall exist perpetually commencing on the date these articles are filed with the Department of State.

**ARTICLE 3 - PURPOSE**

This corporation is organized for the purpose of operating an Italian Restaurant and Pizzeria to the general public, and for transacting any or all lawful business permitted by statute .

**ARTICLE 4 - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of common stock having \$1.00 par value per share.

**ARTICLE 5 - INITIAL REGISTERED AGENT**

The street address of the initial registered agent of this corporation is 4046 Arthurium Avenue Lantana, FL 33462 and the name of the initial registered agent of this

corporation at that address is Armend Berisha.

#### **ARTICLE 6 - INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be increased from time to time by the bylaws but shall never be less than one. The name and address of the initial director(s) of this corporation are:

Armend Berisha	Director
4046 Arthurium Avenue	
Lantana, FL 33462	

Arian Berisha	Director
4046 Arthurium Avenue	
Lantana, FL 33462	

#### **ARTICLE 7 - FIRST BOARD OF DIRECTORS AND OFFICERS**

The name and street address of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

Armend Berisha	President, Treasurer, Director
4046 Arthurium Avenue	
Lantana, FL 33462	

Arian Berisha	Vice-President, Secretary, Director
4046 Arthurium Avenue	
Lantana, FL 33462	

#### **ARTICLE 8 - INCORPORATOR**

The name and address of the person signing these articles is: Armend Berisha  
4046 Arthurium Avenue Lantana, FL 33462.

#### **ARTICLE 9 - RESTRICTIONS ON TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following person(s) and in the amount set opposite their names:

Armend Berisha	500 shares
Arian Berisha	500 shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation. All unissued shares of stock must be granted with the unanimous approval, of the Board of Directors, prior to their issuance, if at all.

#### **ARTICLE 10 - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

#### **ARTICLE 11 - POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **ARTICLE 12 - INDEMNIFICATION**

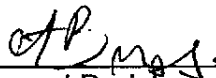
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE 13 - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation.

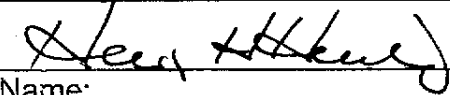
Any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned subscriber, has executed these Articles of Incorporation this 07 day of March, 2005.

  
\_\_\_\_\_  
Armend Berisha

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

The foregoing instrument was acknowledged before me this 7 day of March, 2005 by Armend Berisha, who is personally known to me or who has shown Fl. drivers license as identification, and who did take an oath.

  
\_\_\_\_\_  
Name:

Notary Public - State of Florida  
Commission No.  
My commission expires:



HARVEY HASKELL HARLING  
MY COMMISSION # DD 085886  
EXPIRES: May 22, 2008  
Bonded Thru Budget Notary Services

**CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE OF REGISTERED AGENT OF  
BONITA 2005, INC.**

Pursuant to the provisions of section 607.0501, 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: **BONITA 2005, INC.**
2. The name and address of the registered agent and office is: Armend Berisha  
4046 Arthurium Avenue Lantana, FL 33462.

AB Berisha  
Armend Berisha, Incorporator  
Dated: 03/07/05

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.

AB Berisha  
Armend Berisha  
Dated: 03/07/05

FILED  
05 MAR 17 PM 1:34  
SEAL OF THE  
CLERK OF THE  
COURT  
PALM BEACH, FLORIDA

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

The foregoing instrument was acknowledged before me this 7 day of March, 2005 by Armend Berisha, who is personally known to me or who has shown Fl. drivers license as identification, and who did take an oath.

Harvey Haskell Harling  
Name:  
Notary Public - State of Florida  
Commission No.:  
My commission expires:



HARVEY HASKELL HARLING  
MY COMMISSION # 00 085886  
EXPIRES: May 22, 2006  
Worded This Budget Notary Service