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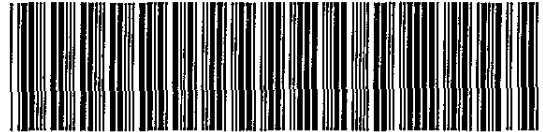
(Business Entity Name)

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CHARLES D. MINER, P.A.

Attorney at Law

Charles D. Miner

Board Certified in Taxation

Member Agent-Attorneys' Title Insurance Fund, Inc.

Member-Attorneys' Mortgage Services

1412 E. Robinson Street
Orlando, Florida 32801
Phone: (407) 894-6210
Fax: (407) 894-6288

Practice Areas Include
Real Estate
Wills, Trusts and Estates
Taxation and Business Law

April 20, 2005

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

Re: Lou'e Bear, Inc.

Effective Date: April 20, 2005

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation for Lou'e Bear, Inc. Please note that, pursuant to Article II, the effective date of these Articles is April 20, 2005.

My firm's check in the amount of \$70.00 is enclosed to cover the following costs:

Filing fee	\$35.00
Registered Agent Filing fee	\$35.00
Total	<u>\$70.00</u>

Please contact me immediately if anything further is required to complete this filing.

Very truly yours,



Charles D. Miner

cc: Helen Gerard, C.P.A.

ARTICLES OF INCORPORATION
OF
LOU'E BEAR, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is **LOU'E BEAR, INC.**

ARTICLE II - DURATION

The corporation shall exist perpetually. The effective date for the formation of this corporation shall be the date of execution of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,
AND CORPORATE ADDRESS**

The street address of the initial registered agent of this corporation shall be:

1412 E. Robinson Street
Orlando, FL 32801

The name of the initial registered agent of this corporation at that address shall be:

CHARLES D. MINER

The street address and the mailing address of the corporate offices shall be:

2306 E. Central Blvd.
Orlando, FL 32803

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The corporation shall have one (1) director initially. This number of directors may either be increased or decreased from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial officers and directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Claude Gerard	2306 E. Central Blvd. Orlando, Florida 32803	President/ Secretary/ Treasurer/ Director

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
Claude Gerard	2306 E. Central Blvd. Orlando, FL 32803

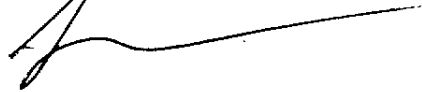
ARTICLE VIII - BY-LAWS

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

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 20th day of April, 2005.



CLAUDE GERARD

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME the undersigned authority, personally appeared **CLAUDE GERARD**, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein. The subscriber is personally known to me or was identified by me as follows: _____

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of April, 2005.



Notary Public, State of Florida



Charles D. Miner
Commission #DD155150
Expires: Nov 04, 2006
Bonded Thru
Atlantic Bonding Co., Inc

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

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: **LOU'E BEAR, INC.**
2. The name and address of the registered agent and office is:

CHARLES D. MINER
1412 E. Robinson Street
Orlando, Florida 32801

Date: April 20th, 2005



CLAUDE GERARD, Subscriber

ACCEPTANCE

HAVING BEEN NAMED AS THE 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.

Date: April 20, 2005



CHARLES D. MINER

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TALLAHASSEE, FLORIDA