

POS000122444

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

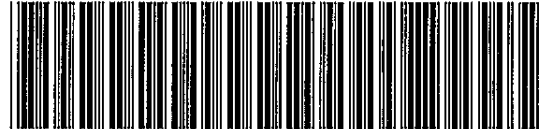
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200059000122

09/06/05--01004--025 **78.75

RECEIVED
05 SEP -6 AM 9:19
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
05 SEP -6 PM 3:27
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. McKnight SEP 07 2005

**LAZARUS
CORPORATE FILING SERVICE**

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. DIVA DESIGNS, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2.00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
DIVA DESIGNS, INC.

The undersigned subscriber who is of legal age and competent for the purposes of forming a corporation under the laws of the State of Florida, hereby adopts and acknowledges the following Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be:

DIVA DESIGNS, INC.

The principal address of the Corporation shall be:

9221 SW 140th STREET
MIAMI, FL 33176

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 SEP -6 PM 3:27

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are as women's clothing designers to the same extent as natural persons might or could do and specifically the Corporation may engage in any activity or business permitted under the laws of the United States of American and/or the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: *\$1.00 par value, 500 shares authorized, issued and outstanding.*

Said stock shall be payable in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, at such valuations as may be determined, from time to time, by the Board of Directors of the Corporation.

ARTICLE IV

This Corporation shall exist perpetually, unless sooner dissolved according to law, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE V

The street address of the initial registered office of the Corporation is *9221 SW 140th STREET, MIAMI, FLORIDA 33176*, and the of the initial Registered Agent of this Corporation at that address is *MICHAEL B. BALDWIN*.

ARTICLE VI

The number of Directors of this Corporation shall initially be two (2). The Corporation shall be managed by the Board of Directors. The exact number of Directors may be increased or decreased, from time to time, by the Laws of the Corporation, but at no time shall there be less than one Director.

The names and street addresses of the initial Directors of the Corporation, who shall hold office for the first year or until successors are elected or appointed and have qualified, shall be:

NAME:

ADDRESS:

Gilda Baldwin

9221 SW 140th Street
Miami, FL 33176

Kathleen Melo

18584 NW 18th Street
Pembroke Pines, FL 33029

ARTICLE VII

The names and mailing addresses of the Subscribers and the number of shares of stock are:

<u>NAME:</u>	<u>ADDRESSES:</u>	<u>SHARES:</u>
Gilda Baldwin	9221 SW 140 th Street Miami, FL 33176	350
Kathleen Melo	18584 NW 18 th Street Pembroke Pines, FL 33029	150

ARTICLE VIII

No contract or other transaction between this Corporation and any other corporation, partnership, person, or other entity and no act of any of the directors, officers, or stockholders of this Corporation are pecuniarily or otherwise interested therein, or are directors, officers or stockholders thereof. Any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director, an officer or a stockholder of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contact or transaction with like force and effect as if he were not such director, officer, or stockholder of such other corporation, or not so interested.

ARTICLE IX

This Corporation reserves the right to name, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in the manner now or herein prescribed by statute, and any rights conferred upon the stockholders are subject to this reservation.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The Corporation shall have a first lien on the share of its members, and upon the dividends due them, for any indebtedness of such members to the Corporation.

IN WITNESS WHEREOF, the undersigned, being the original Subscriber to the capital stock hereinabove names, for the purposes of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and agreeing to take the number of shares hereinabove set forth this 24th day of August, 2005.

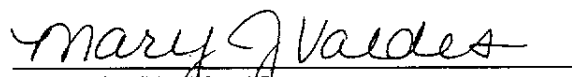

GILDA BALDWIN

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared to me and well known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said County and State, this 24th day of August, 2005.

MARY J. VALDES
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD211674
EXPIRES 08/28/2007
BONDED THRU 1-888-NOTARY1


NOTARY PUBLIC, State of Florida
Commission #DD262706
My Commission Expires: 12-17-07

CERTIFICATE designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served in compliance with section 48.091, Florida statutes, the following is submitted:

FIRST, that **DIVA DESIGNS, INC.** wants to organize or qualify under the laws of the State of Florida, with its principal place of business located in the city of **MIAMI**, State of **FLORIDA**, and has named **MICHAEL B. BALDWIN** from **MIAMI, FLORIDA**, as its agent to accept service of process within Florida.

x *Gilda Baldwin*
GILDA BALDWIN/President

8/24/05
Date
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 SEP -6 PM 3:27

Having been named to accept service of process for the above referenced state corporation, 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.

x *M Baldwin*
MICHAEL B. BALDWIN/Registered Agent

8/25/05
Date