

PD5000131857

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

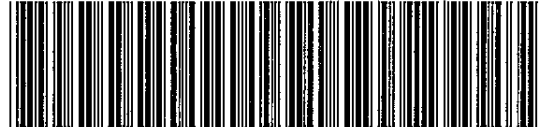
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



800059597648

09/26/05--01016---002 \*\*78.75

RECEIVED  
05 SEP 26 AM 11:16  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
05 SEP 26 PM 1:32  
FRIED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

B. McKnight SEP 27 2005

**LAZARUS  
CORPORATE FILING SERVICE**

**3320 SW 87<sup>TH</sup> AVENUE**

**MIAMI, FL 33165 (305) 552-5973**

Office Use Only

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

1. EVERGREEN GALLERY, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in    ☒ Pick up time 2:06    ☒ 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**  
**EVERGRENE GALLERY, 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:  
**EVERGRENE GALLERY, INC.**

The principal address of the Corporation shall be:  
**1409 BARLOW COURT**  
**PALM BEACH GARDENS, FL 33410**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 SEP 26 PM 1:32

**ARTICLE II**

The general nature of the business and the objects and purposes to be transacted and carried on as sales of antiques and jewelry 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 *1409 BARLOW COURT, PALM BEACH GARDENS, FLORIDA 33410*, and the of the initial Registered Agent of this Corporation at that address is *STEPHEN BRODSKY*.

## 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 name and street address of the initial Director of the Corporation, who shall hold office for the first year or until successors are elected or appointed and have qualified, shall be:

**NAME:**

Stephen Brodsky

Irina Brodsky

**ADDRESS:**

1409 Barlow Court  
Palm Beach Gardens, FL 33410

1409 Barlow Court  
Palm Beach Gardens, FL 33410

## ARTICLE VII

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

<u>NAME:</u>	<u>ADDRESSES:</u>	<u>SHARES:</u>
Stephen Brodsky	1409 Barlow Court Palm Beach Gardens, FL 33410	250
Irina Brodsky	1409 Barlow Court Palm Beach Gardens, FL 33410	250

## ARTICLE VIII

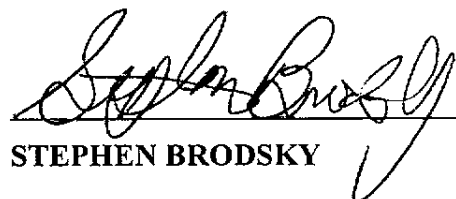
No contract or other transaction between this Corporation and any other corporation, partnership, person, or other entity and no act of any of the directors, officers, or stockholders of this Corporation are pecuniarily or otherwise interested therein, or are directors, officers or stockholders thereof. 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.

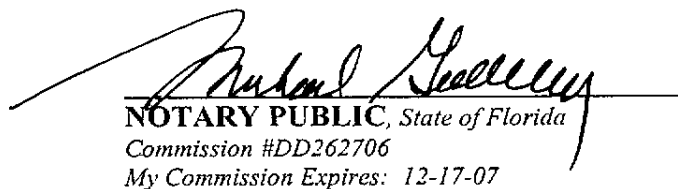
*IN WITNESS WHEREOF*, the undersigned, being the original Subscriber to the capital stock hereinabove names, for the purposes of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and agreeing to take the number of shares hereinabove set forth this 18<sup>th</sup> day of September, 2005.

  
STEPHEN BRODSKY

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 18<sup>th</sup> day of September, 2005.

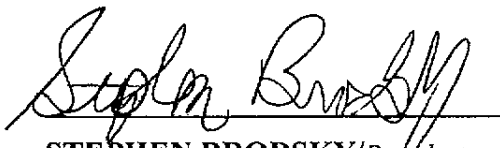
  
NOTARY PUBLIC, State of Florida  
Commission #DD262706  
My Commission Expires: 12-17-07



Michael Goldberg  
Commission #DD262706  
Expires: Dec 17, 2007  
Bonded Thru

**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:

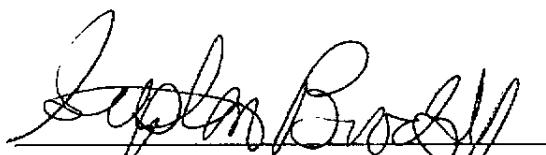
**FIRST**, that **EVERGRENE GALLERY, INC.** wants to organize or qualify under the laws of the State of Florida, with its principal place of business located in the city of **PALM BEACH GARDENS, State of FLORIDA**, and has named **STEPHEN BRODSKY** from **PALM BEACH GARDENS, FLORIDA**, as its agent to accept service of process within Florida.

  
**STEPHEN BRODSKY**/President

9/18/05  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 SEP 26 PM 1:32

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.

  
**STEPHEN BRODSKY**/Registered Agent

9/18/05  
Date