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10/21/05--01025--012 **06.75

2005 OCT 21 AM 10:42
ALLAHSEE FLORIDA

2005 OCT 21 AM 11:51
ALLAHSEE FLORIDA

10/28/05

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

2005 OCT 21 AM 10:42

STATE
TALLAHASSEE FLORIDA

Level One Flooring, Inc

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name SP Date 10/21/05 Time 10:21

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

RECEIVED
05 OCT 27 AM 11:35
DIVISION OF CORPORATION

October 26, 2005

CAPITAL CONNECTION INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: LEVEL ONE FLOORING, INC.
Ref. Number: W05000048584

We have received your document for LEVEL ONE FLOORING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

On the Registered Agent page you can list only one (1) registered agent please remove the other one, and it has to match with the agent you have listed in Article VIII.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
NEW FILINGS

Letter Number: 405A00064943

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

2005 OCT 21 AM 10:43
TALLAHASSEE FLORIDA
DIVISION OF STATE



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2005 OCT 21 AM 10:43

STATE
TALLAHASSEE FLORIDA

October 24, 2005

CAPITAL CONNECTION INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: LEVEL ONE FLOORING, INC.
Ref. Number: W05000048584

We have received your document for LEVEL ONE FLOORING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
NEW FILINGS

Letter Number: 505A00064528

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OCT 25 AM 11:18
TALLAHASSEE, FLORIDA

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

Articles of Incorporation

Of

Level One Flooring, Inc

2005 OCT 21 AM 10:43

STATE OF FLORIDA
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Corporation Act, Adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the Corporation shall be Level One Flooring, Inc. The principal mailing address of the corporation is P.O. Box 1847, Land O lakes, FL 34639.

ARTICLE II - DURATION

This Corporation shall commence corporate existence at the time of filing these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business of the Corporation is to do all and everything necessary, suitable and proper for the accomplishment of any of the purposed or the obtainment of any of the objectives hereinafter mentioned and to do any other act or acts, thing or things, incidental to or growing out of or connected with the aforesaid business or any part or parts thereof. Further, the Corporation can engage in any act of business permitted under the laws of the United Sates and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock of common stock having a par value of One Dollar (\$1.00). All stock issued shall be paid and non-assessable.

ARTICLE V – INITIAL STOCK ISSUE

Five Thousand common shares of Capital stock of this Corporation shall be issued initially to the following person and in the amounts set opposite their names:

Alyne Santos	- 2,500 common shares
Gustavo Aca De Brito	- 2,500 common shares

ARTICLE VI – PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the first exclusive right to purchase his/her same proportional existing share thereof, as nearly as may be done without issuance of fractional shares at the same price at value determined by the average of the share/stock appraisal book value computed by two (2) different and independent CPAs using generally accepted accounting procedures and principles. If there is only one shareholder (individual) listed on the corporate ownership records, except if ownership is by Estate or Trust, then this appraisal process can be waived by the Directors of the Corporation. The Corporation will incur the expense for the stock appraisal to determine its stock/share value in accordance with the above procedure herein.

ARTICLE VII – RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial Shareholders will not be resold or otherwise transferred to other persons or entities unless such shares are first offered to the remaining Shareholders presently of record and then to this Corporation. Their price and terms at which, and the time within which, such may be offered and sold, may be further specified by written agreement among all of the Shareholders of record of this Corporation.

If no written agreement among all of the shareholders can be reached, the Directors of the Corporation will determine the fair market value of the stock by averaging the book value computed by two (2) different and independent CPAs using generally accepted accounting practices and principles. A sixty (60) day, time period will be allowed, then the Corporation must acknowledge receipt or non-receipt of each Shareholder's response.

If any Shareholder wished to purchase the stock, the Corporation will provide an immediate non-qualifying loan to any Shareholder of record of seventy-five (75%) of the stock/share recent determined value herein, such loan to be paid monthly at ten percent (10%) interest amortized over a

five (5) year period. If there are more subscription offers for the new shares than the issue of stock, then the proposed issue will be divided equally among those persons wishing to subscribe.

The Corporation will incur the expense for the stock appraisal to determine its stock/share value in accordance with the above procedure herein.

ARTICLE VIII – INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 18002 Richmond Place Drive #715, Tampa, FL 33647, and the name of the registered agent of this Corporation is Alyne Santos. The Board of Directors shall have the right by majority to change the registered office and the registered agent.

ARTICLE IX – INITIAL BOARD OF DIRECTORS

This Corporation shall have one (2) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is/are:

Alyne Santos
18002 Richmond Place Drive #715
Tampa, FL 33647

Gustavo Aca De Brito
18002 Richmond Place Drive #715
Tampa, FL 33647

ARTICLE X – BY-LAWS

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

ARTICLE XI – INDEMNIFICATION

This Corporation shall indemnify any Officer or Director or any former Officer or Director in the manner set out and provided for in the By-Laws of this Corporation and to the full extent permitted by Law, both in any criminal, civil or administrative proceedings.

ARTICLE XII – DIVIDEND AND VOTING

Dividends may be paid to Shareholders only out of the unreserved and unrestricted earned surplus of the Corporation. Each outstanding common share shall be entitled to one (1) VOTE. There shall be no cumulative voting.

ARTICLE XIII – APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholders of the Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIV – ACTION BY DIRECTORS WITHOUT A MEETING

The Director of this Corporation may take action by written consent, as provided by law, except the following actions must be taken at a meeting of Directors; subject to prior authorization and prior approval authorization and prior approval by three-fourths (3/4) of Shareholders entitled to vote their stocks:

1. Dissolution or merger of the Corporation; or
2. Sale of Corporate assets.

Alyne Santos
Alyne Santos, Incorporator

10.19.05
Date

Gustavo Aca De Brito
Gustavo Aca De Brito, Incorporator

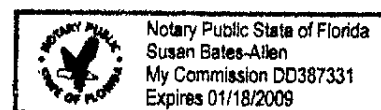
10.19.05
Date

STATE OF FLORIDA;
COUNTY OF Hillsborough

BEFORE ME, a Notary Public, authorized to take acknowledgements In the State and County set forth above, personally appeared Alyne Santos and Gustavo Aca De Brito, known to me to be the person(s) who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of October 2005

[Signature]
Notary Public
My Commission Expires



**CERTIFICATE OF ACKNOWLEDGEMENT OF REGISTERED AGENT FOR THE
PURPOSE OF ACCEPTING SERVICE OF PROCESS FOR**

Level One Flooring, Inc.

Having been named to accept service of process for the above stated Corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Statutes, Chapter 607, and governing formation of corporations.

Alyne Santos
Alyne Santos
18002 Richmond Place Drive #715
Tampa, FL 33647
(813) 476-0633

2005 OCT 21 AM 10:43
CLL
OFFICE OF STATE
CLERK
TALLAHASSEE FLORIDA

STATE OF FLORIDA;
COUNTY OF Hillsborough

BEFORE ME, a Notary Public, authorized to take acknowledgements In the State and County set forth above, personally appeared Alyne Santos and Gustavo Aca De Brito, known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of October 2005

[Signature]
Notary Public
My Commission Expires