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06 SEP 27 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
MRD 9/28

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT: GOTH GIRL, INC.**

(PROPOSED CORPORATE NAME - **MUST INCLUDE SUFFIX**)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Cheryl A. Valentine

Name (Printed or typed)

13876 SW 56th Street, Suite 500

Address

Miami, FL 33175

City, State & Zip

305.789.2740

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

FILED

**ARTICLES OF INCORPORATION  
OF  
GOTH GIRL, INC.**

06 SEP 27 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation is Goth Girl, Inc. and its address is 13876 SW 56<sup>th</sup> Street, Suite 500, Miami, FL 33175.

**ARTICLE II**

**DURATION**

The duration of the corporation is perpetual.

**ARTICLE III**

**PURPOSE**

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**

**AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is 1000 shares, with a par value of \$1.00 per share. Except as otherwise required by law or as otherwise provided in these Articles of Incorporation, each share of Common Stock shall be entitled to one vote per share. Subject to the rights of any outstanding class or series of capital stock ranking senior to Common Stock as to dividends, dividends may be paid upon Common Stock in cash, property or securities as and when declared by the Board of Directors out of funds legally available therefore. As and when dividends are so declared and paid, the holders of Common Stock shall be entitled to

participate in such dividends ratably on a per share basis. In the event of any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of Common Stock are entitled to share ratably in the net assets, if any, remaining after payment in full of all debts and liabilities of the Corporation and after the holders of any outstanding class or series of capital stock ranking senior to Common Stock shall have been paid in full the amounts to which such holders shall be entitled, or an amount sufficient to pay the aggregate amount to which such holders are entitled shall have been set aside for the benefit of the holders of such senior capital stock.

## **ARTICLE V**

### **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 13876 SW 56<sup>th</sup> Street, Suite 500, Miami, FL 33175 and the name of its initial registered agent at such address is Cheryl A. Valentine.

## **ARTICLE VI**

### **DIRECTORS**

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the persons who are to serve as the members of the initial board of directors are:

Cheryl A. Valentine  
13876 SW 56<sup>th</sup> Street, Suite 500  
Miami, FL 33175

## **ARTICLE VII**

### **INCORPORATOR**

The name and address of the incorporator are:

Cheryl A. Valentine  
13876 SW 56<sup>th</sup> Street, Suite 500  
Miami, FL 33175

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ARTICLE VIII

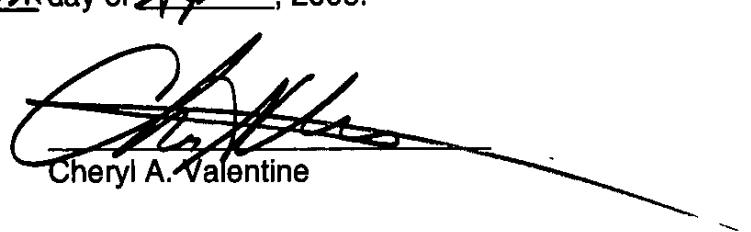
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INDEMNIFICATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 13th day of Sept, 2006.



Cheryl A. Valentine

Acknowledgment of Appointment by Registered Agent

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that she is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.



Cheryl A. Valentine  
Registered Agent