

PD6000/30829

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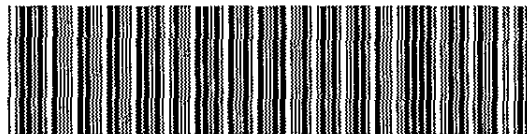
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
10/13

KELLY L. FAYER, ESQUIRE
ATTORNEY AT LAW

12730 New Brittany Blvd. • Suite 430 • Ft. Myers, Florida 33907
Phone (239) 415-3434 • Fax (239) 931-0395

October 12, 2006

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

To whom it may concern:

Enclosed, please find Articles of Incorporation for Euro-Natural Industries, Inc., along with a check in the amount of \$78.75. At your earliest convenience, please approve the Articles and provide a certified copy to me at the following address:

Kelly L. Fayer, P.A.
12730 New Brittany Blvd.
Suite 430
Ft. Myers, FL 33907

For your convenience, I have enclosed the original Articles and one photocopy. If you have any further questions, please do not hesitate to contact me. Thank you for your assistance.

Yours very truly,


Kelly L. Fayer

**Articles of Incorporation
For
Euro-Natural Industries, Inc.**

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is Euro-Natural Industries, Inc.

ARTICLE II

The objectives and purposes for which the corporation is organized are for any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act, now or hereinafter in effect, and to do any of such things as fully and to the same extent as natural persons might or could do.

ARTICLE III

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE IV

The duration of existence of the corporation is perpetual.

ARTICLE V

The street address of the initial principal office of the corporation is:

2910 Hunter St.
Ft. Myers, FL 33916

The mailing address of the corporation is:

5351 Colony Ct.
Cape Coral, FL 33904

ARTICLE VI

The officers of the corporation shall be:

President:	David Hemed
Vice President:	Jacob Hemed
Secretary:	Aliza Dombrowski

Treasurer: Aliza Dombrowski

whose addresses shall be the same as the principal office of the corporation.

ARTICLE VII

The Directors of the corporation shall be:

David Hemed
Jacob Hemed
Aliza Dombrowski

whose addresses shall be the same as the principal office of the corporation.

ARTICLE VIII

The aggregate number of shares that the corporation shall have authority to issue is ONE THOUSAND (1000) shares. All such shares shall be of a single class, designated as common, and shall be of \$1.00 par value. All common shares shall be identical with each other in every respect. The holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE XI

None of the shareholders of this corporation shall sell, transfer or make any disposition of their shares of stock in the corporation without the written consent of all of the shareholders of the corporation. In the case of any sale, transfer or any disposition of shares of stock, the corporation shall have the right of first refusal to repurchase its shares of stock.

ARTICLE X

The corporation may elect to be an S corporation, as provided in sub-chapter S of the Internal Revenue Code of 1986, as amended. After the shareholders make an election to be an S corporation, they shall continue such S election, unless the shareholders unanimously agree in writing.

After the corporation has elected to be an S corporation, none of the shareholders of the corporation, without the written consent of all the shareholders of the corporation, shall take any action, or make any transfer or other disposition of their shares of stock, which will result in the termination or revocation of such election to be an S corporation.

ARTICLE XI

The corporation shall indemnify and hold harmless, to the fullest extent permitted by the Florida Business Corporation Act, its officers and directors.

ARTICLE XII

To the fullest extent permitted by law, directors and officers of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for any conduct; provided that this Article shall not eliminate liability for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act, or amendment to these Articles of Incorporation, that further limits the acts or omissions for which elimination of liability is permitted, shall adversely affect any rights or protection for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act is amended to further limit or eliminate liability, then directors and officers of the corporation shall not be liable for any such act or omission to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

ARTICLE XIII

The initial registered agent of the corporation and the street address of the corporation's initial registered agent are:

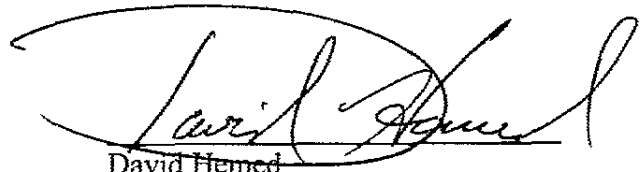
<u>Name</u>	<u>Street Address</u>
David Hemed	2910 Hunter St. Ft. Myers, FL 33916

ARTICLE XIV

The name and address of the incorporator of the corporation is:

<u>Name</u>	<u>Street Address</u>
David Hemed	2910 Hunter St. Ft. Myers, FL 33916

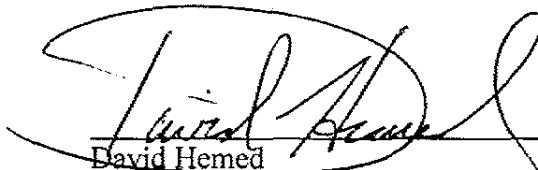
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of October, 2006.


David Hemed
Incorporator

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to act as Registered Agent to accept service of process for the above named corporation, at the place designated in the Articles of Incorporation, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed this Acceptance of Duties of Registered Agent this 12 day of October, 2006.


David Hemed
Registered Agent

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