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FLORIDA PROFIT/NON PROFIT CORPORATION

gold leaf doors & finishes, inc.

Certificate of Status	0
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HOWARD
ARTICLES OF INCORPORATION

OF

GOLD LEAF DOORS & FINISHES, INC.

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The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida and we do hereby certify that we have become such a corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

The name of the corporation is **GOLD LEAF DOORS & FINISHES, INC.**

ARTICLE II

The general nature of the business to be transacted by this corporation shall be and is as follows:

1. To buy, sell, design, manufacture, install and repair doors, furniture, furnishings and fixtures of all kind and to perform such services as are incidental, proper or necessary to the operation of such business and to transact, carry on and conduct all lawful business for which corporations may be incorporated under The Florida Business Corporation Act, Chapter 607 of the Florida Statutes, and as it may be amended from time to time.

2. For the purpose of carrying on the business aforesaid, to buy, lease, sell and convey property, both real and personal, as the same shall either be necessary or incidental to the conduct of said business.

3. To purchase, lease or exchange, hire or otherwise acquire, hold, own, possess, equip, use, improve, maintain, manage, develop, exploit, deal in, sell, convey, assign, lease,

HOWARD

mortgage, pledge or otherwise encumber or dispose of any kind of real and personal property of every kind and description, and property in the nature of either real or personal property, including all rights, estates, interests, franchises, licenses, and privileges in such property whether real, personal or mixed, improved or unimproved in the State of Florida or elsewhere.

4. To acquire all or any part of the goodwill, rights, property and business of any person, entity, partnership, association or corporation; to pay for the same in cash or in stocks, bonds, notes, mortgages or other obligations of the corporation; or otherwise to hold, utilize and, in any manner, dispose of the whole or any part of the rights and property so acquired, and to assume in connection therewith any liabilities of such person, entity, partnership, association or corporation and conduct, in any lawful manner, the whole or any part of the business so acquired.

5. To conduct any of the business of the corporation either as principal, agent or factor in any other manner or any other basis permitted by The Florida Business Corporation Act.

6. The foregoing clauses shall each be construed as purposes, objects and powers and it is hereby expressly provided the enumeration herein of specific purposes, objects and powers shall not be held to limit or restrict, in any manner, the general powers of the corporation and the matters expressed in each clause shall, except as expressly otherwise provided, be in no wise limited by reference to or inference from terms of any other clause, but shall be regarded independent purposes, objects and powers.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is 100 shares of Common Stock at \$1.00 par value. Said stock may be issued by the corporation, in whole or in part, in cash or other property, tangible or

intangible, or in labor or services actually performed for the corporation at a valuation which, in its judgment shall seem adequate, and the vote or consent of the stockholders shall not be necessary for such issue. When the consideration fixed by the Board of Directors for said stock has been fully paid and delivered, any and all shares so issued therefor, shall be fully paid stock and not subject to any further call or assessment thereon.

ARTICLE IV

The duration of this corporation is to be perpetual.

ARTICLE V

The street address of the initial principal office of this corporation is 12201 S.W. 128th Court, Miami, Florida 33186, and the name and address of the initial Registered Agent of this corporation is DAVID R. WEISSMAN, 9200 South Dadeland Boulevard, Suite 508, Miami, Florida 33156. The Board of Directors, may from time to time, change the Registered Agent and principal office of the corporation.

ARTICLE VI

This corporation shall have at least two (2) directors initially. The number of directors may be increased or diminished, from time to time, in accordance with the By-Laws of the corporation in the manner provided by law. Directors need not be stockholders.

ARTICLE VII

The names and addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence

or until their successors are elected and are qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Eduardo Posada	8050 Nevis Place Wellington, Florida 33414
Judith Parlegreco	7807 S.W. 88 th Terrace Miami, Florida 33156

ARTICLE VIII

The names and addresses of the Subscribers to these Articles of Incorporation are:

Eduardo Posada	8050 Nevis Place Wellington, Florida 33414
Judith Parlegreco	7807 S.W. 88 th Terrace Miami, Florida 33156

ARTICLE IX

The officers of this corporation shall include a President, a Vice President, a Secretary and a Treasurer and such officers, agents and factors who shall be chosen in such manner, shall hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any two or more offices may be held by the same person.

ARTICLE X

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and

all rights conferred on stockholders are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 30th day of December, 2006, for the purpose of forming this corporation under the laws of the State of Florida and we hereby make and file, in the office of the Secretary of State of Florida, these Articles of Incorporation and certify that the facts therein are true.

EDUARDO POSADA

JUDITH PARLEGRECCO

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared EDUARDO POSADA, who is personally known to me or who produced as identification Waterproof Card and JUDITH PARLEGRECO, who is personally known to me or who produced as identification Drivers License and who are to me well known to be the individuals subscribing in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purpose contained therein.

WITNESS my hand and official seal this 3rd day of November, 2006.

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE



Mary Anne Pajon
My Commission DD245887
Expires September 28, 2007


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**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, GOLD LEAF DOORS & FINISHES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the County of Miami-Dade, State of Florida, has named DAVID R. WEISSMAN, located at 9200 South Dadeland Blvd., Suite 508, Miami, Florida 33156 as its Agent to accept service of process within Florida this 30th day of November, 2006.


EDUARDO POSADA, as Incorporator,
President


JUDITH PARLEGRECO, as Incorporator,
Vice President, Secretary and Treasurer

ACCEPTANCE BY RESIDENT AGENT

Having been named to accept service of process for the above stated corporation at the place designated above in the 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.


DAVID R. WEISSMAN, RESIDENT AGENT

Date: 11/30/06

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