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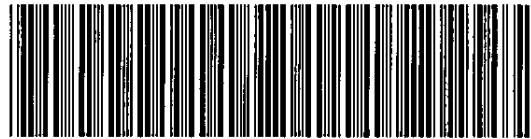
(Business Entity Name)

(Document Number)

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RECEIVED
07 MAY -2 PM 12:21
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

07 MAY -2 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

W07#21307

B. McKnight MAY 08 2007

CAPITAL CONNECTION, INC.

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

Sapphires, Inc.

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

- ☒ 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 3, 2007

CAPITAL CONNECTION, INC.

SUBJECT: SAPPHIRES, INC.
Ref. Number: W07000021307

RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL
FILE DATE.

We have received your document for SAPPHIRES, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The principal address must be consistent throughout the articles.,

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) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 507A00030899

RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL
FILE DATE.

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

2007 MAY - 7 PM 1:40

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
SAPPHIRES DANCE ENRICHMENT CENTER, INC.

APPROVED
AND
FILED
07 MAY -2 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is Sapphires Dance Enrichment Center, Inc.

**ARTICLE II - Principal Office
and Mailing Address of the Corporation**

The address of the principal office of the corporation is 8933 US Highway 98, Dade City, Florida 33525 and its mailing address is P.O. Box 90456, Lakeland, Florida 33804.

ARTICLE III - Commencement and Duration

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - Stock

The corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock, which shares shall be a single class.

ARTICLE VI - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial director who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

Name

Address

Faye G. Sutton

P.O. Box 90456
Lakeland, Florida 33804

ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

Name

Faye G. Sutton

Address

P.O. Box 90456

Lakeland, Florida 33804

ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 225 E. Lemon Street, Suite 300, Lakeland, Florida 33801, and the name of the initial registered agent of the corporation at that address is Jonn D. Hoppe.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 1st day of May, 2007.

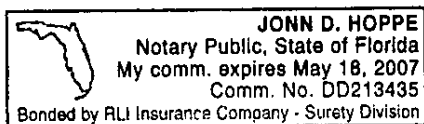
Faye G. Sutton
Faye G. Sutton, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Faye G. Sutton, who [X] is personally known to me or who [] has produced _____ as identification.

WITNESS my hand and official seal this 1 day of May, 2007.

(NOTARIAL SEAL)



[Signature]
Notary Public
State of Florida at Large
My Commission Expires:

To: The Department of State
Tallahassee, Florida 32304

**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 607.0501 of the Florida General Corporation Act, the following is submitted:
Sapphires Dance Enrichment Center, Inc.,
with its place of business at P.O. Box 90456, Lakeland, Florida
33804, has named Jonn D. Hoppe located at 225 E. Lemon Street, Suite 300, Lakeland,
Florida 33801, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated May 1, 2007.



Jonn D. Hoppe
Registered Agent

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07 MAY -2 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED