

**Division of Corporations** Public Access System

# Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000301637 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

Division of Corporations

Fax Number : (850) 617-6381

Account Name

: EXPRESS CORPORATE FILING SERVICE INC.

Account Number: I20000000146 Phone

: (305)444-4994

Fax Number

: (305)444-4977

# ON PROFIT CORPORATION

VITAL 4, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

https://efile.sunbiz.org/scripts/efilcovr.exe

Dec 18 2007 0:50

ECER

# ARTICLES OF INCORPORATION OF VITAL 4, Inc.

ARTICLE I

NAME

The name of the corporation is:

Vital 4, Inc.

#### ARTICLE II

#### NATURE OF CORPORATE BUSINESS

Subject to the restrictions or limitations imposed by law, to purchase or otherwise acquire, hold, own, sell, assign, transfer, create security interests in, pledge, exchange or otherwise dispose of the shares, bonds, obligations, or other securities or evidences of indebtedness of other corporations, domestic and foreign, and the goodwill, rights, assets and property of any and every kind or any part thereof, of any person, firm, or corporation, domestic or foreign, and if desirable to issue in exchange thereof the shares, bonds, or other obligations of this Corporation, and while the owner of such shares to exercise all rights, powers, and privileges of ownership, including the power to vote thereon; and in furtherance of the corporate purposes, in the course of the transaction of the business and affairs of this Corporation, to acquire real and personal property, rights and interests of every nature, and to execute and issue bonds, debentures, and other negotiable or transferable instruments, and to mortgage, create a security interest in, or pledge any or all of the property of the Corporation; to secure such bonds, debentures, or other instruments, upon such terms and conditions as may be set forth in the instrument or instruments, mortgaging, creating a security interest in, or pledging the same, or in any deed, contract, or other instrument relating thereto.

To borrow money and contract debts; to make, issue and dispose of bonds, debentures,

Page 1 of 5

All Carlos All Son

notes and other obligations, secured or unsecured; and to make any lawful contract of guaranty, suretyship, or of any kind whatsoever in connection with, or in aid of any corporation or other organizations any of whose this Corporation owns or in which this Corporation has an interest; to secure contracts, obligations, and liabilities or any thereof, in whole or in part, by mortgage, deed of trust, creation of security interest in, pledge, or other lien, upon any or all of the property of this Corporation wheresoever situated, acquired, or to be acquired.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and all matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of this Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Business Corporation Act of this State to corporations organized thereunder, and amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided however that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry or do.

#### **ARTICLE III**

#### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100,000 shares, one common class, one cent (\$0.01) par value.

Page 2 of 5

# ARTICLE IV

# CORPORATE EXISTENCE

This corporation is to exist perpetually.

#### **ARTICLE V**

# INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The corporation's initial Registered Agent and Registered

Office in the State of Florida are:

Initial Registered Agent: Arturo Yero, P.A.

Initial Registered Office; Arturo Yero, P.A.

5805 Blue Lagoon Drive Suite 280

Miami. FL 33126

# ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process for the above stated corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in such capacity. I further agree to comply with all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as Registered Agent.

Arturo Yero, Esq

ARTICLE VI

The name and address of the incorporator executing these Articles of Incorporation is:

Name: Arturo Yero, Esq.

Page 3 of 5

Address: Arturo Yero, P.A. 5805 Blue Lagoon Dr Suite 280 Miami, Fl. 33126

#### ARTICLE VII

#### PREEMPTIVE RIGHTS

The shareholders of the common stock of this corporation shall be vested with preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, proporty or past services. The preemptive right of any shareholder is determined by the ratio of authorized and issued shares of common stock held by the holder, and all shares of common stock currently authorized and issued.

#### ARTICLE VIII

#### **ALIENATION OF SHARES**

Any shareholder desiring to sell, pledge, give or otherwise dispose of his or her shares, must first offer, in writing, the shares to be alienated, to the other shareholders of the Corporation in proportion to their existing holdings. Such offer shall be at the same price and on the same terms as may be available to parties other than other shareholders of the Corporation. The offerees shall have forty-five (45) days to acquire said shares. Shares that are not so acquired by any one shareholder, shall be made available to the other shareholders. Shares that are not then acquired by any shareholder, may be otherwise alienated at the price and terms originally contemplated.

#### ARTICLE JX

#### INITIAL ADDRESS

The street address in this state of the principal office of the corporation is:

Page 4 of 5

# 5805 Blue Lagoon Dr Suite 280 Miarni, Fl. 33126

IN WITNESS WHEREOF, the undersigned, as incorporator has executed the foregoing Articles of Incorporation on this 17<sup>th</sup> day of December, A.D. 2007.

Arturo Yero, Esq.

SECRETARY OF STATE

Page 5 of 5