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FLORIDA PROFIT/NON PROFIT CORPORATION

DAPHNE SIMONE ENTERPRISES, INC.

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ARTICLES OF INCORPORATION
OF
DAPHNE SIMONE ENTERPRISES, INC.

The undersigned, acting as Incorporator of a corporation under Chapter 607 of the Florida Statutes, known as the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **NAME.** The name of the professional corporation is Daphne Simone Enterprises, Inc..
2. **DURATION.** The period of its duration is perpetual.
3. **PURPOSE.** The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida, more specifically to produce books and/or movies and other entertainment products and services of and for an American Cocker Spaniel named "Daphne Simone".
4. **CAPITAL STOCK.** The corporation is authorized to issue 10,000 shares, all of one class, at par value of Four (\$4.00) Dollars and No Cents per share.
5. **INITIAL REGISTERED OFFICE AND AGENT.** The principal place of business shall be 1200 South Flagler Drive, Unit #1102-3, West Palm Beach, Florida 33401, and the registered agent shall be Jeremy Wiesen, whose office is located at 1200 South Flagler Drive, Unit #1102-3, West Palm Beach, Florida 33401-223.
6. **INITIAL BOARD OF DIRECTORS.** This corporation shall have two (2) directors initially. The number of directors may be either increased to three (3) or decreased to one (1) from time to time by an amendment of the bylaws of the corporation in the manner provided by law.

The name and address of the initial directors and officers of this corporation are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Jeremy Wiesen	Pres/Treas/Dir	1200 So. Flagler Dr., Unit #1102-3 West Palm Beach, FL 33401
Cynthia Witter	Vice-Pres/Sec/Dir	1200 Marine Way North Palm Beach, FL 33408-6601

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7. **DIRECTOR QUORUM AND VOTING.** The majority of the directors shall constitute a quorum for a meeting of the directors of this corporation. If a quorum is present, the affirmative vote of the majority of the directors shall be the act of the Board of Directors.

8. **DIRECTOR CONFLICT OF INTEREST.** No contract or other transaction between the corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purposes if the contract is or has been executed by a Director who has no interest whether it be financial or otherwise in the other party to the contract.

9. **ACTIONS REQUIRING APPROVAL.** The Board of Directors of the corporation may not authorize any mortgage, dispose of assets, distribute proceeds, declare any dividend, sell, lease, pledge, or create a security interest in, any or all of the property and assets of the corporation for the purposes of securing the payment or performance of any obligation for the corporation, without obtaining prior shareholder approval of any and each such transaction by the vote or written consent of the holders of the majority of the shares of the corporation entitled to vote thereon and not otherwise. In addition, majority approval is required to engage in any business.

10. **MEETINGS BY CONFERENCE TELEPHONE.** Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law but regular meetings of the Board of Directors must be attended in fact in person by each director.

11. **AMENDMENT OF ARTICLES.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be by a vote of the majority of the shareholders is necessary to accomplish the amendment or repeal.

12. **SHAREHOLDER QUORUM AND VOTING.** The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

13. **INCORPORATOR.** The name and address of the Incorporator signing these Articles of Incorporation is Jeremy Wiesen, 1200 South Flagler Drive, Unit #1102-3, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25th day of July, 2008.


JEREMY WIESEN
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared JEREMY WIESEN, and to me personally known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 25th day of July, 2008.


NOTARY PUBLIC
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Section 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First – That Daphne Simone Enterprises, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 1200 South Flagler Drive, Unit #1102-3, West Palm Beach, Florida 33401, and has named Jeremy Wiesen, located at 1200 South Flagler Drive, Unit #1102-3, West Palm Beach, Florida 33401-223, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

JEREMY WIESEN
"Resident Agent"