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DOMESTICATION  
THE BEACH HOUSE SWIMWEAR, INC.

Certificate of Status	0
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AUDIT NO. ##H100002529/93

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**CERTIFICATE OF DOMESTICATION  
OF  
THE BEACH HOUSE SWIMWEAR, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The date on which the corporation was first formed was December 8, 1987.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the State of Michigan.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was The Beach House Swimwear, Inc.
4. The name of the corporation as set forth in its articles of incorporation, to be filed pursuant to Sections 607.0202 and 607.0401 with this certificate is AQUA BEACHWEAR, INC.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law, immediately prior to the filing of the certificate of domestication was the State of Florida. The corporation has been authorized to transact business in Florida since September 12, 1994.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to Section 607.1801, Florida Statutes.
7. The name and address of the domesticator of the corporation is:

**Name****Street Address**

Donald A. Bauer

15870 Pine Ridge Road, Ste. 2  
Fort Myers, FL 33908

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Domestication, as authorized, on behalf of The Beach House Swimwear, Inc. on the 12th day of November, 2010.

  
Donald A. Bauer, President**Prepared by:**Robert D. Royston, Jr., Esq.  
Fla. Bar No. 33496**COSTELLO, ROYSTON & WICKER, LLP**P.O. Drawer 60205, Fort Myers, FL, 33906  
(239) 939-2222 (voice) (239) 939-2280 (facsimile)

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**ARTICLES OF INCORPORATION  
OF  
AQUA BEACHWEAR, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE 1**

The name of the corporation is Aqua Beachwear, Inc.

**ARTICLE 2**

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 hereafter in effect, and to do any of such things as fully and to the same extent as natural persons might or could do.

**ARTICLE 3**

The duration of existence of the corporation is perpetual.

**ARTICLE 4**

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

15870 Pine Ridge Road, Ste. 2  
Fort Myers, FL 33908

The mailing address of the corporation is:

15870 Pine Ridge Road, Ste. 2  
Fort Myers, FL 33908

**ARTICLE 5**

The aggregate number of shares that the corporation shall have authority to issue is ONE MILLION (1,000,000) shares. All such shares shall be of a single class, designated as common, and shall be of no 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 6**

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two (2) directors whose names and addresses are as follows:

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**Prepared by:**

Robert D. Royston, Jr., Esq.  
Fla. Bar No. 33496

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**COSTELLO & ROYSTON, LLP**

P.O. Drawer 60205, Fort Myers, FL, 33906  
(239) 939-2222 (voice) (239) 939-2280 (facsimile)

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Name	Address
Donald A. Bauer	15870 Pine Ridge Road, Ste. 2 Fort Myers, FL 33908
Ulrich Herter	4815 Greenway Court Ann Arbor, MI 48103

**ARTICLE 7**

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

**ARTICLE 8**

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article shall not eliminate the liability of a director 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 of these articles of incorporation, that further limits the acts or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act is amended to further limit or eliminate liability of a director, then a director 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 9**

The officers of the Corporation shall be determined by the Bylaws. The initial officers of the corporation shall be:

Name	Office:
Donald A. Bauer	President & Treasurer
Ulrich Herter	Secretary & Chairman

**ARTICLE 10**

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

Name	Street Address
Robert D. Royston, Jr.	12670 New Brittany Blvd., Suite 101 Fort Myers, FL 33907

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**ARTICLE 11**

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

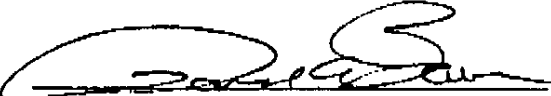
**Name**

**Street Address**

Donald A. Bauer

15870 Pine Ridge Road, Ste. 2  
Fort Myers, FL 33908

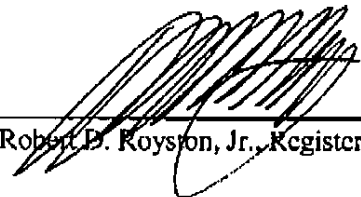
**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on the 12<sup>th</sup> day of November, 2010.

  
Donald A. Bauer, 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 these 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 on the 12<sup>th</sup> day of November, 2010.

  
Robert D. Royston, Jr., Registered Agent