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#### **COVER LETTER**

Department of State New Filing Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: ALEX, INC.			
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)			
Enclosed are an original and one (1) copy of the artic	cles of incorporation and	l a check for:	
\$70.00 \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status DPY REQUIRED	
FROM: CRISTIAN MINTU  Name (Printed or typed)			
12190 CALIBER CT	Address		
JACKSONVILLE, FL 32258 City, State & Zip			
904-207-9883  Daytime T	elephone number		
usa mintu@yahoo.com E-mail address: (to be used	for future annual report	notification)	

NOTE: Please provide the original and one copy of the articles.





### RECEIVED 11 JAN 11 AM 11:06

FLORIDA DEPARTMENT OF STATE AHASSEE, FLORIDA Division of Corporations

January 5, 2011

CRISTIAN MINTU 12190 CALIBER CT JACKSONVILLE, FL 32258

SUBJECT: ALEX, INC.

Ref. Number: W11000000340

We have received your document for ALEX, 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.

Articles must be in numeric order. You have article number 1 listed twice.

Please return the corrected 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) 245-6879.

Ruby Dunlap Regulatory Specialist II New Filing Section

Letter Number: 011A00000246



#### ALEX ALWAYS EXPRESS, INC.

The undersigned subscriber to the Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of Florida Statutes.

#### **ARTICLE 1-NAME**

The name of the Corporation is **ALEX ALWAYS EXPRESS**, **INC.** (hereinafter, "Corporation").

#### **ARTICLE 2-PURPOSE**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### **ARTICLE 3- PRINCIPAL OFFICE**

The address of the principal office of this Corporation is: 12190 CALIBER COURT, JACKSONVILLE, FL 32258. The mailing address of this Corporation is: 11250-15 OLD ST. AUGUSTINE ROAD, P.O. BOX 217, JACKSONVILLE, FL 32257.

#### **ARTICLE 4- INCORPORATOR**

The name and address of the incorporator of this Corporation is:

Cristian Mintu 12190 Caliber Court Jacksonville, FL 32258

#### **ARTICLE 5- OFFICERS**

The Officers of the Corporation shall be:

CRISTIAN MINTU - President (P) ALEXANDRU SZABO - Vice-President (VP) Whose addresses shall be the same as the principal office of the Corporation.

#### **ARTICLE 6- DIRECTORS**

The Directors of the Corporation shall be:

CRISTIAN MINTU ALEXANDRU SZABO

Whose addresses shall be the same as the principal office of the Corporation.

#### **ARTICLE 7- CORPORATE CAPITALIZATION**

- 7.1. The maximum number of shares that this Corporation is authorized to have outstanding at anytime is **ONE HUNDRED** (100) shares of common stock.
- 7.2. All holders of common stock shall be identical with each other in every aspect and the holders of common stock, upon dissolution of the Corporation, shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each on matters on which Shareholders have the right to vote.
- 7.3. All holders of shared of common stock, upon dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 7.4. No holder of shares of any class shall have preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.5. The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(a) may deem advisable, subject to such restrictions and limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.6. The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restriction, limitations as to dividend, qualifications, or terms of redemption of the stock.

#### **ARTICLE 8- SUB SHAPTER S CORPORATION**

The Corporation may elect to be an S Corporation, as provided in the Sub-Chapter S of Internal Revenue Code of 1986, as amended.

- 8.1. The shareholder(a) of this Corporation may elect, and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree to otherwise in writing.
- 8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which shall result in termination or revocation of such election to be an S Corporation, as provided in the Sub-Chapter S of Internal Revenue Code of 1986, as amended.
- 8.3. Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by the certification cannon be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

#### **ARTICLE 9-SHAREHOLDERS RESTRICTIVE AGREEMENT**

All of the shares of stock in this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of the shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders Restrictive Agreement, if any, is on file at the principal office of the Corporation.

#### **ARTICLE 10- POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitation or restriction imposed by applicable law or these Articles of Incorporation.

#### **ARTICLE 11-TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 12-REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered in the books of this Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the

Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any person, whether or not the Corporation shall have notice thereof.

#### ARTICLE 13- REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered agent of this Corporation is 12190 CALIBER COURT, JACKSONVILLE, FL 32258. The name and address of the registered agent o this Corporation is: CRISTIAN MINTU, 12190 CALIBER COURT, JACKONVILLE, FL 32258.

#### **ARTICLE 14- BYLAWS**

The Board of Director(s) of the Corporation shall have the power, without assent or vote of the number of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE 15-EFFICTIVE DATE**

These Articles of Incorporation shall be effective on January 11, 2011.

#### **ARTICLE 16- AMENDMENT**

The Corporation reserves the right to amen, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, in any manner now and hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

#### **ARTICLE 17- INDEMNIFICATION**

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or the officer was party because the director of officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is

permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation may also purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of the attorney fees or expenses to any such person or i any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees and expenses shall be held invalid as contrary to the law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee", and "agent" shall include the heirs, estates, executors, administrator and personal representatives of such persons.

#### **ARTICLE 18- LIABILITY OF STOCKHOLDERS**

The private property of the stockholders shall not be subject to the payment of Corporate debts.

IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation, this day of January, 2011.

CRISTIAN MINTU

By:

FILED

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE FLORIDA

CRISTIAN MINTU, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of the Registered Agent under the applicable provisions of the Florida Statues.

By:\_

**CRISTIAN MINTU** 

Date: 01-10-2011