

P110000 22787

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

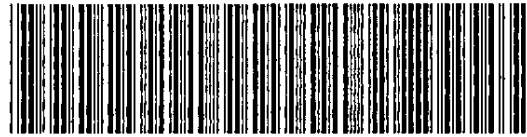
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



700196708467

03/07/11--01068--011 \*\*78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
11 MAR - 7 AM 10:44

# ALEXANDER & DAMBRA, P.A.

ATTORNEYS AT LAW

5737 OKEECHOBEE BOULEVARD, SUITE 201

WEST PALM BEACH, FLORIDA 33417

TELEPHONE: (561) 471-5708

FAX: (561) 471-7287

KAREN LEVIN ALEXANDER  
KALEXANDER@ADDLAWPB.COM

REAL ESTATE EMAIL: ADDREALESTATE@BELLSOUTH.NET

GEORGIANA FRATELLA DAMBRA\*  
GDAMBRA@ADDLAWPB.COM

\*ALSO MEMBER OF NEW JERSEY BAR

March 3, 2011

Secretary of State  
Post Office Box 6327  
Tallahassee, Florida 32314

Attention: Division of Corporations

Re: Willinghoffs Custom Jewelry, Inc.

Dear Sir or Madam:

Enclosed you will find the original and one copy of the Articles of Incorporation of Willinghoffs Custom Jewelry, Inc. Please file the original with your office and return the copy to me stamped "filed". I have also enclosed our firm's check in the amount of \$78.75 which represents the filing fee, registered agent designation fee and the fee for a certified copy of the Articles of Incorporation.

If you have any questions, do not hesitate to contact my office. Thank you for your assistance in this matter.

Very truly yours,



Karen Levin Alexander

KLA:cmo

Enclosures

cc: Gustavo M. Hoefs (w/out enclosures)

SECSTATE.LTR

**ARTICLES OF INCORPORATION  
OF  
WILLINGHOFFS CUSTOM JEWELRY, INC.**

FILED  
DIVISION OF CORPORATIONS  
11 MAR - 7 AM 10:44

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

**ARTICLE I**

Name of Corporation

The name of this Corporation shall be WILLINGHOFFS CUSTOM JEWELRY, INC. with its principal office address: 5502 Hobart Avenue, West Palm Beach, Florida 33405.

**ARTICLE II**

Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

(b) For the purpose of transacting any or all lawful business; except that it is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telephone, telegraph or cemetery building, a building and loan association, fraternal benefit society or state fair exposition.

(c) To do any and everything pertinent to the above.

**ARTICLE III**

Capital Stock

This Corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV**

Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the

same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE V**

##### Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

#### **ARTICLE VI**

##### Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 5502 Hobart Avenue, West Palm Beach, Florida 33405, and the name of the initial registered agent of this Corporation at that address is: Gustavo M. Hoefs.

#### **ARTICLE VII**

##### Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may either be increased or diminished from time to time by the By-laws but shall never be less than one. The name and address of the initial Director of this Corporation are as follows:

Gustavo M. Hoefs	5502 Hobart Avenue West Palm Beach, Florida 33405
Matthew T. Willingham	1307 Robins Wood Lane Rockledge, FL 32955

#### **ARTICLE VIII**

##### By-laws

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

#### **ARTICLE IX**

##### Indemnification

This Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

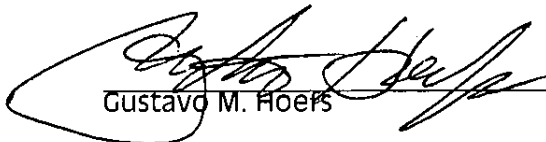
#### **ARTICLE X**

##### Incorporator

The name and address of the person signing these Articles is as follows: Gustavo M.

Hoefs, 5502 Hobart Avenue, West Palm Beach, Florida 33405.

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation this 27<sup>th</sup> day of March, 2011.


  
Gustavo M. Hoefs

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of March, 2011, by Gustavo M. Hoefs, who is personally known to me or who has produced \_\_\_\_\_ as identification.

(Notary Seal)



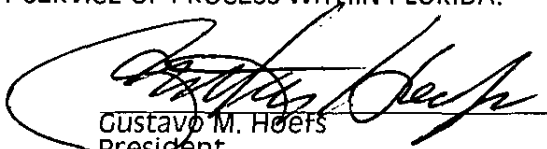
  
Notary Public, State of Florida  
My Commission Expires:  
*Karen Levin Alexander*

Print Name of Notary Public \_\_\_\_\_

**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 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST: THAT WILLINGHOFFS CUSTOM JEWELRY, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 5502 HOBART AVENUE, WEST PALM BEACH, FLORIDA 33405, HAS NAMED GUSTAVO M. HOEFS, LOCATED AT 5502 HOBART AVENUE, WEST PALM BEACH, FLORIDA 33405, CITY OF WEST PALM BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
Gustavo M. Hoefs  
President

3/2/11  
(Date)

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES.

  
Gustavo M. Hoefs

3/2/11  
(Date)

CORP\WILLINGHOFFS.DOC5

11 MAR - 7 AM 10:44  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE