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Special Instructions to	Filing Officer:			
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LAW OFFICES

Sheldon R. Rosenthal SUITE 1040 CITY NATIONAL BANK BUILDING

SOITE 1040 CITT NATIONAL BANK BUT

25 WEST FLAGLER STREET

Miami, Florida 33130

TELEPHONE 379-1452 "FAX" 358-8020 AREA CODE 305

June 9, 2011

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

Re: Incorporation of Luctchell Investments, Inc., a Florida corporation

#### Gentlemen:

In connection with the above captioned matter, I am herewith enclosing the following documents to be filed:

- 1. Original and one copy of the proposed Articles of Incorporation.
- 2. My check in the sum of \$78.75, payable to Department of State to cover the cost of filing and returning certified copy of Articles of Incorporation.

If you find everything to in order, please file and return the certified copy directly to my office.

If you have any questions, please call my office.

SHELDON R. ROSENTHAL

SRR/lid Enclosures



## **ARTICLES OF INCORPORATION**

of

## **LUCTCHELL INVESTMENTS, INC.**

I the undersigned, do hereby agree to form a corporation under and in accordance with the laws of the State of Florida, and do hereby certify as follows:

#### ARTICLE 1 - NAME

The name of the Corporation shall be:

#### LUCTCHELL INVESTMENTS, INC., a Florida corporation

#### ARTICLE II - PURPOSE

- A. To carry on and engage in the business of buying, selling, renting, and leasing of all types of real and personal property and to perform all other acts which may be necessary or related thereto.
- B. To carry on and engage in any type of business or activity which may be authorized and permitted under and by virtue of the laws of the United States of America and the State of Florida.

#### ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the amount of FIFTY (50) Shares of Common Stock, having no par value.

#### ARTICLE IV - POWERS

The powers of the Corporation shall include but not be limited to those conferred upon it by the by-laws of the Corporation, and by the laws and statutes of the State of Florida.

#### ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence in accordance with the laws of the State of Florida.

#### ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall initially be located at: 1785 Harbor View Circle, Weston, FL 33327

#### ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent of the Corporation shall be LUCIA MEYERS, and the Registered Office shall be located at: 1785 Harbor View Circle, Weston, FL 33327, or such other person or such other location as the Board of Directors may, from time to time select, with appropriate notice being given to the Secretary of State, in accordance with applicable Florida Statutes.

#### ARTICLE VIII - OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the by-laws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election

by the Board of Directors shall be the following:

<u>NAME</u>

**OFFICE** 

**ADDRESS** 

**LUCIA MEYERS** 

President, Secretary,

1785 Harbor View Circle

Vice-President and Treasurer

Weston, Florida 33327

#### ARTICLE IX - BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of a minium of one (1) Director, but in no event more than three (3) Directors.

#### ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial Board of Director until the first annual meeting of the Corporation, or until the successor or successors are elected and qualified, shall be as follows:

NAME	ADDRESS

**LUCIA MEYERS** 

President, Secretary,

1785 Harbor View Circle

Vice-President and Treasurer

Weston, Florida 33327

#### <u>ARTICLE XI - INCORPORATOR OR INCORPORATORS</u>

The name and address of the incorporator subscribing to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>	NO. OF SHARES SUBSCRIBED	AMOUNT OF SHARES
LUCIA MEYERS	1785 Harbor View Circ Weston, Florida 33327		50
	TOTAL SHARES	<u>50</u>	<u>50</u>

#### ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses, costs, and liabilities, including, but not limited to, attorney's fees incurred or imposed upon such Director or Officer arising out of any proceedings in which he or she is a party or in which he or she becomes involved by reason of his or her being or having served as a Director or as an Officer of the Corporation. The foregoing right of indemnification shall be in addition to, and not exclusive of any other right and privilege to which said Director or Officer may be entitled.

#### ARTICLE XIII - VOTING RIGHTS

Except as may otherwise be provided by law, or by agreement of the parties, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the shares of the capital stock of the Corporation.

#### ARTICLE XIV - BY-LAWS

The original by-laws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, and at which a majority of the Shareholders are present. Thereafter the by-laws of the Corporation may be amended, altered or rescinded by a majority vote of the Shareholders of the Corporation. Amendments to the by-laws or to the Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the by-laws of the Corporation, and as otherwise provided under the laws of the State of Florida.

IN WITNESS WHEREOF, I have	hereunto set my hand and seal at day of May, 2011.	
	LUCIA MEYERS	
STATE OF FLORIDA ) ss	On the second se	
The foregoing instrument was acknowledged before me this <u>3</u> day of May, 2011, by LUCIA MEYERS, who is personally known to me or has produced her driver's		
licenses as identification and who did take an	Notary Public, State of Florida at Large	
My Commission Expires:	SHELDON R. ROSENTHAL MY COMMISSION & EE 040890 EXPIRES: December 20, 2014 Ronded Thru Notary Public Underwriters	

### **CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

May 31 2011

Date