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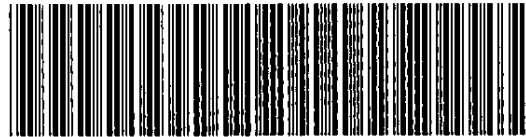
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 Aug 8 2011

COVER LETTER

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

SUBJECT: MARS CLOTHING AND APPAREL, INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: MARK G. DICOWDEN
Name (Printed or typed)

2785 NE 183RD STREET, SUITE 600
Address

AVENTURA, FL 33160
City, State & Zip

(305) 931-5260
Daytime Telephone number

mgd@dicowdenlaw.com
E-mail address: (to be used for future annual report notification)

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MARS CLOTHING AND APPAREL, INC.

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is: MARS CLOTHING AND APPAREL, INC.

ARTICLE II

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporations Act, and all amendments and supplements thereto, or any law enacted to take place thereof (collectively, the "Act").

ARTICLE III

Authorized Capital

The corporation is authorized to issue One Thousand (1,000) shares of common stock, with a par value of \$.01 per share

ARTICLE IV

Address

The principal place of business and mailing address of the corporation is:

11947 N.W. 11th Street
Pembroke Pines, Florida 33036

ARTICLE V

Registered Office and Agent

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

2785 NE 183 Street
Suite 600
Aventura, Florida 33160

The name of the initial registered agent at such office is:

Mark G. DiCowden

ARTICLE VI

Indemnification

- (a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made a party to any action, suit or proceeding by reason of the fact that he: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.
- (b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of the Article VI, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.
- (c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE VII

Incorporator

The name and address of the person signing these Articles of Incorporation as incorporator is:

Michael Jacques
11947 N.W. 11th Street
Pembroke Pines, Florida 33036

ARTICLE VIII

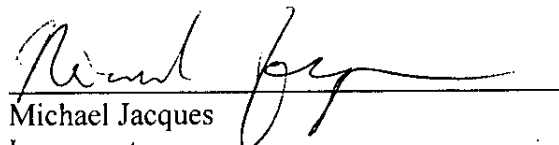
Initial Officers/Board of Directors

The names and post office address of the Officers and first Board of Directors of this corporation shall be two (2) in number and shall hold office for the first year, or until their successor(s) are elected and have qualified, shall be:

Michael Jacques
11947 N.W. 11th Street
Pembroke Pines, Florida 33036
PRESIDENT & SECRETARY

Daniel Calle
11947 N.W. 11th Street
Pembroke Pines, Florida 33036
VICE PRESIDENT & TREASURER

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of July, 2011.


Michael Jacques
Incorporator

ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT

Having been named as Registered Agent for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



Mark G. DiCowden, Registered Agent

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