

P110000108513

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(Business Entity Name)

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300215054483

EFFECTIVE DATE

12-8-11

12/12/11--01039--014 \*\*78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 12 PM 3:53



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 13, 2011

DOUGLAS J JEFFREY, P.A.  
6625 MIAMI LAKES DR EAST, SUITE 379  
MIAMI LAKES, FL 33014

SUBJECT: DISTINCTIVE CLAIMS, INC.  
Ref. Number: W11000062181

We have received your document for DISTINCTIVE CLAIMS, 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 because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles so that we may complete the filing process.

The document number of the name conflict is L11000085551 (DISTINCTIVE CLAIMS LLC).

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return 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) 245-6901.

Pamela Smith  
Regulatory Specialist II

Letter Number: 011A00027786

*\*Requests original date  
of submission*

LAW OFFICES OF  
**DOUGLAS J. JEFFREY, P.A.**  
ATTORNEYS AT LAW

6625 Miami Lakes Drive East  
Suite 379  
Miami Lakes, Florida 33014

Tel (305) 828-4744  
Fax (305) 828-4718

December 8, 2011

**VIA FEDEX**

Department of State  
Division of Corporations  
State of Florida  
409 East Gaines Street  
Tallahassee, Florida 32399

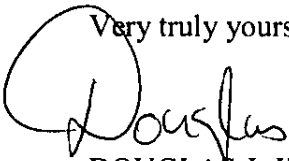
**Re: Distinctive Claims, Inc.**

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for **Distinctive Claims, Inc.**, accompanied by a copy. I have also attached a check for \$78.75, representing the filing fee, registered agent designation, and one certified copy.

Thank you for your attention to these matters. Please do not hesitate to contact me if you have any comments, questions or concerns.

Very truly yours,



DOUGLAS J. JEFFREY  
DJJ/er  
Encl.

IN RE: DISTINCTIVE CLAIMS, INC.

REF # W11000062181

LTR # 011A00027786

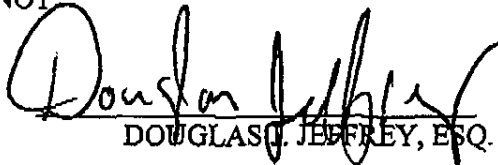
**AFFIDAVIT OF DOUGLAS J. JEFFREY, ESQ.**

BEFORE ME, an officer authorized to take oaths, this day personally appeared Douglas J. Jeffrey, Esq., who, being first duly sworn, deposes and says:

1. My name is Douglas J. Jeffrey, Esq., I am over the age of eighteen (18) and have personal knowledge of the facts set forth herein. I have been a member of the Florida Bar in good standing since 1998.

2. As corporate counsel for both Distinctive Claims, Inc. and Distinctive Claims, LLC (L11000085551), I have personal knowledge of -- and have been authorized to confirm that -- the principal is the same in both entities. The sole principal of both entities is: Mr. Douglas Cellineri, 4200 Hillcrest Drive, Apartment 816, Hollywood, Florida 33021.

FURTHER AFFIANT SAYETH NOT

  
DOUGLAS J. JEFFREY, ESQ.

STATE OF FLORIDA     )  
                                  )  
COUNTY OF MIAMI-DADE)

SWORN TO AND SUBSCRIBED before me on this 27<sup>th</sup> day of December, 2011 by

DOUGLAS J. JEFFREY, Esq., who is personally known to me, and who did take an oath.



  
NOTARY PUBLIC/STATE OF FLORIDA

My commission expires: May 16, 2013

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**ARTICLES OF INCORPORATION OF:**

**DISTINCTIVE CLAIMS, INC.**

4200 Hillcrest Drive  
Apartment 816  
Hollywood, Florida 33021

**ARTICLE I - NAME:**

EFFECTIVE DATE 12-8-11

The name of this corporation is: **DISTINCTIVE CLAIMS, INC.**

**ARTICLE II – PRINCIPAL OFFICE:**

The principal place of business/mailing address shall initially be: 4200 Hillcrest Drive, Apartment 816, Hollywood, Florida 33021.

**ARTICLE III – DURATION:**

This corporation is to exist perpetually. It shall commence its existence upon the signing of these Articles of Incorporation by the initial subscriber.

**ARTICLE IV – PURPOSE:**

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the laws of the State of Florida.

**ARTICLE V – CAPITAL STOCK:**

This corporation is authorized to issue 500 (Five Hundred) shares, each of which shall have a par value of \$1.00 (one dollar).

**ARTICLE VI – PEREMPTIVE 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 already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII – INITIAL REGISTERED OFFICE AND AGENT:**

The street address of the initial registered office of this corporation is:

**6625 Miami Lakes Drive East  
Suite 379  
Miami Lakes, Florida 33014**

The name of the initial registered agent of this corporation at that address is:

**Douglas J. Jeffrey, Esq.**

**ARTICLE VIII – INITIAL BOARD OF DIRECTORS:**

This corporation shall initially have one (1) Director. However, the number of Directors may be increased or diminished from time-to-time in such manner as may be prescribed by the By-Laws, although the number of Directors shall never be less than one (1).

**ARTICLE IX – INITIAL DIRECTOR:**

The name and street address of the initial Board of Director is:

**DOUGLAS CELLINERI  
4200 Hillcrest Drive  
Apartment 816  
Hollywood, Florida 33021**

***Director***

**ARTICLE X – INITIAL OFFICER:**

The name and street address of the initial Officer is:

**DOUGLAS CELLINERI  
4200 Hillcrest Drive  
Apartment 816  
Hollywood, Florida 33021**

***President, Secretary and Treasurer***

#### **ARTICLE XI – INDEMNIFICATION:**

The corporation shall indemnify and hold harmless any person who shall serve at any time hereafter as a Director or Officer of the Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his or her having heretofore or hereafter taken or omitted by him or her as such Director or Officer, and shall reimburse each such person for all legal fees and other expenses.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he or she may be lawfully entitled nor shall anything contained herein restrict the right of the corporation to indemnify or reimburse such person in any proper case, even though not specifically provided for herein.

#### **ARTICLE XII – REMOVAL OF DIRECTOR:**

Any Director or the entire Board of Directors may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of Directors, at a special meeting of shareholders, called expressly for that purpose.

#### **ARTICLE XIII – INCORPORATORS:**

The name and address of the sole subscriber of these Articles of Incorporation is:

**DOUGLAS CELLINERI**  
4200 Hillcrest Drive  
Apartment 816  
Hollywood, Florida 33021

#### **ARTICLE XIV – BY-LAWS:**

The power to adopt, alter, amend or repeal By-Laws shall be voted in by the Board of Directors. By-Laws adopted by the Board of Directors may be repealed or changed and new By-Laws may be adopted by the shareholders, and the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, amended, or repealed by the Board of Directors.

#### **ARTICLE XV – POWERS:**

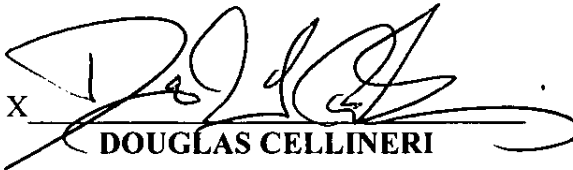
This corporation shall have all powers necessary or convenient to effect its purposes and enumerated in the Florida Corporation Act. All corporate powers shall be exercised by or under

the authority of, and the business and affairs of this corporation shall be managed under the direction of the Board of Directors.

**ARTICLE XVI – AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided for pursuant to the laws of the State of Florida. Every Amendment shall be approved by the Board of Directors, proposed to them by the shareholders and approved at a stockholders' meeting attended by a majority of the stockholders or their proxies entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber hereby executes these Articles of Incorporation this 8<sup>th</sup> day of December, 2011.

X   
DOUGLAS CELLINERI

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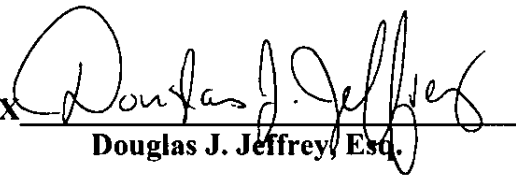


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

Pursuant to Florida Statute §48.091, the following is submitted in compliance with said Act:

I, Douglas J. Jeffrey, Esq., having been named to accept service of process for DISTINCTIVE CLAIMS, INC., hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office at the following address:

**DOUGLAS J. JEFFREY, ESQ.  
6625 Miami Lakes Drive East  
Suite 379  
Miami Lakes, Florida 33014**

X  12/8/11  
Douglas J. Jeffrey, Esq.

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