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FLORIDA PROFIT/NON PROFIT CORPORATION
S & O CAPTURED MEMORIES CORP.

Certificate of Status	0
Certified Copy	1
Page Count	05
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Electronic Filing Menu

Corporate Filing Menu

Help

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ARTICLES OF INCORPORATION
OF
S & O CAPTURED MEMORIES CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under and pursuant to the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of this corporation shall be: S & O CAPTURED MEMORIES CORP.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10373 SW 114th St.
Miami, FL 33176

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is: 1,000 Shares of Common Stock, \$ 1.00 Par Value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The Capital Stock may be paid for in money, property, labor or services actually performed for the Corporation, at a just valuation to be fixed by the stockholders or by the Directors at a meeting called for such purpose.

THIS INSTRUMENT PREPARED BY:
Laurie K. Amber, Esq.
7731 S.W. 62nd Avenue, #202
South Miami FL 33143
Tel. (305) 661-5629

FLORIDA BAR# 259608

FILED
12 JAN 20 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV: REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this Corporation is:

SHAWN LANE

10373 SW 114th St.
Miami, FL 33178

ARTICLE V: INCORPORATORS

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

SHAWN LANE

10373 SW 114th St.
Miami, FL 33178

ARTICLE VI: PURPOSES

This Corporation is organized to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE VII: DURATION

This Corporation shall have perpetual existence.

ARTICLE VIII: BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by the By-laws but shall never be less than one. The name(s) and address(es) of the Initial Director(s) of this Corporation is (are):

SHAWN LANE

10373 SW 114th St.
Miami, FL 33178

ARTICLE IX: OFFICERS

The Corporation shall have a President, a Secretary and a Treasurer and may also have one or more Vice-Presidents, Assistant Secretaries and Assistant Treasurers, and such other officers and agents, as may be deemed necessary. All officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-laws. The same person may hold two or more offices.

ARTICLE X: AMENDMENT OF ARTICLES

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation this 19th day of January, 2012.


SHAWN LANE, incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the Corporation is: **S & O CAPTURED MEMORIES CORP.**
2. The name and address of the registered agent and office is:

SHAWN LANE

10373 SW 114th St.
Miami, FL 33176

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TALLAHASSEE, FLORIDA**

SIGNATURE

Shawn Lane
SHAWN LANE

TITLE:

Incorporator

DATE:

January 19, 2012

ACKNOWLEDGMENT:

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Shawn Lane
SHAWN LANE

TITLE:

Registered Agent

DATE:

January 19, 2012

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