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**FLORIDA PROFIT/NON PROFIT CORPORATION  
WINSTON DUNN FRANCHISING, INC.**

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Corporate Filing Menu

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WINSTON DUNN, INC.  
1225 N.W. 49TH STREET  
CORAL SPRINGS, FL 33076

September 27, 2012

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32301

RE: Winston Dunn Franchising, Inc.

Dear Ladies and/or Gentlemen:

As the President and sole director of Winston Dunn, Inc., you are hereby authorized to form Winston Dunn Franchising, Inc. (the "New Corporation"). The officers and directors of the New Corporation will be the same as the officers and directors of Winston Dunn, Inc.

Should you have any questions or need any further information, please contact my attorney, Gregory J. Ritter, Esq., Ritter Chusid Bivona & Cohen, LLP, 5850 Coral Ridge Drive, Suite 201, Coral Springs, FL 33076; telephone number 954-340-2200. Thank you for your assistance.

Very truly yours,

WINSTON DUNN, INC.

By: 

Ronald Lieberman, President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

WINSTON DUNN FRANCHISING, INC.

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I  
NAME OF CORPORATION

The name of the corporation shall be:

WINSTON DUNN FRANCHISING, INC. (the "Corporation")

ARTICLE II  
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III  
CAPITAL STOCK

A. The total authorized capital stock of the Corporation is one thousand (1,000) shares of Common Stock, par value One Dollar (\$1.00) per share.

B. Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro

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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 IV  
TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V  
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of the Corporation in the State of Florida is 12258 N.W. 49th Street, Coral Springs, FL 33076. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI  
NUMBER OF DIRECTORS

The Corporation shall have not less than one (1) Director.

ARTICLE VII  
FIRST BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

Ronald Lieberman  
12258 N.W. 49th Street  
Coral Springs, FL 33076

ARTICLE VIII  
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Ronald Lieberman, 12258 N.W. 49th

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Street, Coral Springs, FL 33076.

ARTICLE IX  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 5850 Coral Ridge Drive, Suite 201, Coral Springs, FL 33076 and the name of the initial registered agent of the Corporation at that address is Gregory J. Ritter, Esq..

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27th day of September, 2012.



RONALD LIEBERMAN

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 27th day of September, 2012, by RONALD LIEBERMAN, as incorporator to these Articles, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did not take an oath.

My Commission Expires



  
NOTARY PUBLIC, State of Florida  
Print name: Cynthia C. Mendoza

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CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
TALLAHASSEE, FLORIDA

12 SEP 27 AM 11:37

IN COMPLIANCE WITH SECTION 48.091, Florida Statutes, the following is submitted:

WINSTON DUNN FRANCHISING, INC., a corporation being organized under the laws of the State of Florida, designates 5850 Coral Ridge Drive, Suite 201, Coral Springs, FL 33076. as its registered office and has named GREGORY J. RITTER, ESQ. as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for WINSTON DUNN FRANCHISING, INC. at the place designated in this Certificate, I hereby agree to act in such capacity and agree to comply with the provisions of said Act with respect to keeping such office open.

By:   
REGISTERED AGENT

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