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# William D. Slicker, P.A.

# Attorney At Law

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Friday, August 09, 2013

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed are the original Articles of Incorporation and Acceptance of Designation for Registered, together with a copy, and a check in the amount of \$70.00 for Cali Nails Tran, Inc.

Thank you.

Sincerely,

William D. Slicker, Esquire

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### FLORIDA DEPARTMENT OF STATE **Division of Corporations**

August 19, 2013

WILLIAM D. SLICKER, ESQ. 4554 CENTRAL AVENUE SUITE E ST. PETERSBURG, FL 33711

SUBJECT: CALI NAILS TRAN, INC.

Ref. Number: W13000046083

We have received your document for CALI NAILS TRAN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the corrected original and one copy of 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) 245-6052.

Claretha Golden Regulatory Specialist II New Filing Section

Letter Number: 413A00019758

## ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISION OF CORPORATIONS

**OF** 

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## CALI NAILS TRAN, INC

The undersigned incorporator in order to form a corporation under and by virtue of the Laws of the State of Florida, adopts the following articles of incorporation:

#### <u>ARTICE I – NAME</u>

The name of the corporation is: CALI NAILS TRAN, INC.

# ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of this corporation is: 6405 Manatee Avenue West, Bradenton, FL 34209.

#### **ARTICE III - DURATION**

This corporation shall exist perpetually, unless terminated as provided by law.

# **ARTICLE IV – PURPOSES**

This corporation is organized for the purpose of transacting any and all lawful business.

#### <u>ARTICLE V – CAPITAL STOCK</u>

This corporation is authorized to issue One Hundred (100) shares of One and no/100 (\$1.00) Dollar par value common stock.

# ARTICLE VI – LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

- A. <u>Voting Rights:</u> Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.
- B. <u>Limitations</u>: All of the said stock may be paid for in cash, property, labor or services at a valuation to be fixed by the Board of Directors. All details as to the issuance, rights, liabilities, dividends, liquidation and other characteristics shall be prescribed and enumerated in the By-Laws of this corporation.

#### ARTICLE VII – PRE-EMPTIVE 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VIII - REGISTERED AGENT AND ADDRESS

The initial registered agent and her address is: Trang Bich Tran, <u>6405 Manatee</u> Avenue West, Bradenton, Florida 34209

#### ARTICLE IX – INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name(s) and address(es) of the initial director of this corporation is/are:

Trang Bich Tran 9959 52<sup>nd</sup> Street East Parrish, FL 34219

#### <u>ARTICLE X - INCOPORATOR(S)</u>

The name(s) and address(es) of the person/people signing these articles is/are:

Trang Bich Tran 9959 52<sup>nd</sup> Street East Parrish, FL 34219

#### ARTICLE XI – BY-LAWS AND AMENDMENTS

The power to adopt, appoint, amend or repeal these Articles and By-Laws shall be vested in the shareholders.

#### ARTICLE XII- SHAREHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XIII – INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

# ARTICLE XIV – MANAGEMENT OF CORPORATION BY SHAREHOLDERS

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 shareholder(s) of this corporation.

## ARTICLE XV – BUSINESS WITH OFFICERS OR DIRECTORS

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other Director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested does not affect his status and he may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

#### **ARTICLE XVI – POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **ARTICLE XVII - COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### <u>ARTICLE XVIII – LIEN ON CORPORATE STOCK</u>

The corporation shall have a lien on all shares of stock for any sum or amount due by the holder thereof to the corporation. No transfer of stock shall be valid or binding until all debts due by the stockholder to the corporation shall have been fully paid and until the transfer has been duly entered upon the books of the corporation.

IN WITNESS WH Articles of Incorporation on	EREOF, the undersigned subscribers have executed these the day of August, 2013  TRANG BICH TRAN
STATE OF FLORIDA	)
COUNTY OF PINELLAS	)

On the \_\_\_\_\_ day of August 2013, before me personally appeared <u>TRANG</u>

<u>BICH TRAN</u>, who is personally known to me or who produced as identification and has made oath that she has read the foregoing ARTICLES OF INCORPORATION of <u>CALI NAILS TRAN, INC.</u>, by her subscribed and that she knows the contents thereof and that the same is true to her own knowledge except as to those matters therein stated to be on her information and belief and as to those matters she believes them to be true.



NOTARY PUBLIC:
Sign Moundoughowellshee
Print Amarda G. Howelshee

# AFFIDAVIT OF ACCEPTANCE BY RESIDENT AGENT

STATE OF FLORIDA	)
COUNTY OF PINELLAS	)

I, TRANG BICH TRAN, am over the age of 18 and have personal knowledge of the following:

- 1. I have read the Articles of Incorporation of <u>CALI NAILS TRAN, INC.</u>, and am named as resident agent therein.
- 2. I have read Sections 607.0501 and 48.091, Florida Statutes, and understand the duties of the resident agent.
- 3. I hereby accept the designation as resident agent of <u>CALI NAILS TRAN</u>, <u>INC.</u> The registered agent's office is: <u>6405 Manatee Avenue West</u>, <u>Bradenton</u>, Florida 34209.

FURTHER AFFIANT SAITH NOT.

TRANG BICH TRAN

The foregoing instrument was acknowledged before me this 9 day of August, 2013. by TRANG BICH TRAN, who is personally known to me, or who produced AUVIDA DYNCKS LICENSE as identification.



State of Florida at Large (SEAL) My commission expires:

NOTARY PUBLIC: Sign ar conclusion Sign ar conclusion Shell Print Arranda & Howard Shell