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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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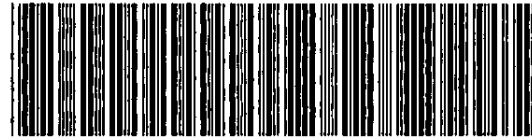
(Business Entity Name)

(Document Number)

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

MD 12/19



December 2, 2014

Department of State  
Division of Corporations  
Corporate Filings  
Post Office Box 6327  
Tallahassee, FL 32314

RE: **B&H Shutters Windows and Doors, Inc.**

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$78.75 representing payment of the following:

Filing Fee	\$35.00
Certified copy fee	\$ 8.75
Registered Agent Designation	\$35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,

  
Julianne R. Frank

JRF/mg

Enclosures as stated

cc: Mark Hemlak

W:\CLIENT MATTERS\HEMLAK\CORRESPONDENCE\120314.DIV. OF CORP. DOC

Respond to:

2925 PGA Boulevard • Suite 204  
Palm Beach Gardens, FL 33410  
561-626-4700 • 561-627-9479 fax

Julianne R. Frank\*  
Nadine V. White-Boyd

2145 14th Ave. • Suite 20A  
Vero Beach, FL 32960  
772-794-3379

\*NATIONAL CERTIFICATION IN BUSINESS AND CONSUMER BANKRUPTCY LAW

**ARTICLES OF INCORPORATION  
OF  
B&H Shutters Windows and Doors, Inc.**

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of the corporation is to be B&H Shutters Windows and Doors, Inc.

**ARTICLE II**

**Duration**

The corporation shall have perpetual existence.

**ARTICLE III**

**Purpose**

The Corporation is organized for the purposes of engaging in any activity or business permitted under the laws of the United States or of this State, more specifically set out as follows:

1. To do any and all lawful business.
2. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is permissible under the laws of the State of Florida.

**ARTICLE IV**

**Capital Stock**

1. The aggregate number of shares which the Corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7,500). Such shares shall be of a single class, and shall have a par value of ONE DOLLAR (\$1.00).

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2. All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

## **ARTICLE V**

### **Initial Principal Business Address**

The initial principal business address of the Corporation shall be 1660 B. Cypress Drive, Jupiter, Florida 33469.

## **ARTICLE VI**

### **Initial Registered Agent and Office of Registered Agent**

The street address of the initial registered office of the Corporation is 18931 SE Suddard Drive, Jupiter, Florida 33469. The name of the Registered Agent at such address is Mark J.P. Hemlak.

## **ARTICLE VII**

### **Initial Board of Directors**

The initial Board of Director shall consist of one director. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one.

The original Board of Directors shall consist of the following:

<u>Name</u>	<u>Address</u>
Mark J.P. Hemlak	18931 SE Suddard Drive Jupiter, Florida 33469

## **ARTICLE VIII**

### **Incorporator**

The name and address of the person signing these Articles of Incorporation is Mark J.P. Hemlak, 18931 SE Suddard Drive, Jupiter, Florida 33469.

## **ARTICLE IX**

### **Restrictions on Transfer of Corporate Stock**

The Corporation may provide that any sale, assignment, transfer or other disposition for value of any of the shares of the corporation, or of any interest in it, now or hereafter owned or held by any shareholders shall be subject to the terms and provisions of a restrictive agreement, a copy of which is to be on the file in the Registered Office of the Corporation.

## **ARTICLE X**

### **Shareholders' Preemptive Rights**

The Corporation may provide that every shareholder, upon the issuance or sale for consideration of any new stock of this corporation of the same kind, class or series as that which he or she already holds, or upon the issuance or sale for proper consideration of any Corporate obligations which are convertible into or exchangeable for any stock of the Corporation, shall have the right to purchase his or her prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE XI**

### **Directors' Management Powers**

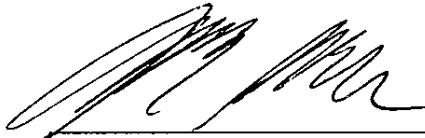
All corporate powers shall be exercised by or under the authority of, and business affairs of the corporation shall be managed under the direction of, the Board of Directors, with the exception of those matters specifically set forth in the By-Laws of this Corporation.

ARTICLE XII

Amendment


The Corporation reserves the right to amend or repeal any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal this 25 day of November 2014.

  
Mark J.P. Hemlak

STATE OF FLORIDA                     )  
   )  
COUNTY OF PALM BEACH             )

The foregoing instrument has acknowledged before me this 25 day of November, 2014, by MARK J.P. HEMLAK who is personally known to me or who has produced-\_\_\_\_\_ as identification and who did not take an oath.

  
NOTARY PUBLIC  
State of Florida  
My Commission expires:



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

FILED  
14 DEC - 8 AM: 26  
CLERK OF DISTRICT COURT  
JULIA HARRIS  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

**FIRST:** That Charmed Vacations, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the city of Jupiter, Florida, has named Mark J.P. Hemlak, 18931 SE Suddard Drive, Jupiter, Florida 33469, as its agent to accept service of process for the Corporation within this State. Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Mark J. P. Hemlak