

APR-13-2015 MON 02:39 PM Siegfried, Rivera, Lerner

FAX NO. 9544652530

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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION  
LITTLE CLOUD ESTATE, INC.

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**ARTICLES OF INCORPORATION  
OF  
LITTLE CLOUD ESTATE, INC.**

15 APR 13 AM 9:03  
SIEGFRIED RIVERA LERNER  
PLANTATION, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is: **LITTLE CLOUD ESTATE, INC.**

**ARTICLE II - NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this corporation is:

a) *To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.*

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Seventy-Five Hundred (7,500) shares of common stock, each share having the par value of One (\$1.00) Dollar currency of the United States of America.

Mirta M. Iglesias  
Siegfried Rivera Hyman Lerner  
De La Torre Mars & Sobel P.A.  
8211 West Broward Blvd., Suite 250  
Plantation, Florida 33324  
(954) 781-1134

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Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

#### **ARTICLE IV - PRE-EMPTIVE RIGHTS**

In the event that any authorized, but unissued stock, is to be issued, or any new class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bonds, notes, debentures, or other securities, convertible into stock, are to be issued, the holders of shares of the corporation at the time such authorized, but unissued stock, such new class of stock, or such increase is offered for subscription or such bonds, notes, debentures, or other securities convertible into stock, are offered for sale, shall have the right to subscribe for the share of such authorized, but unissued stock, the shares of such new class of stock, the shares of such increased stock, or to buy such bonds, notes, debentures, or other securities, convertible into stock, before the same is offered for public subscription or sale, in proportion to the number of shares owned respectively by each of the holders of such stock.

#### **ARTICLE V - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE VI - ADDRESS**

The Initial address of the principal office of this corporation is to be 4949

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Tamiami Trail North, Suite 102, Naples, Florida 34103. The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

#### **ARTICLE VII - DIRECTORS**

The number of directors may be increased from time to time in the manner set forth in the By-laws, but the number of directors shall never be less than one.

#### **ARTICLE VIII - INITIAL DIRECTORS**

The name and address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified, are as follows:

THOMAS E. LEWIS

4949 Tamiami Trail North, Suite 102  
Naples, Florida 34103

#### **ARTICLE IX - INITIAL OFFICERS**

The name and address of the first Officers who shall hold office until their successors are elected or appointed and have qualified, are as follows:

THOMAS E. LEWIS  
President/Secretary

4949 Tamiami Trail North, Suite 102  
Naples, Florida 34103

#### **ARTICLE X - INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation is:

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Mirta M. Iglesias  
SIEGFRIED, RIVERA, HYMAN, LERNER,  
DE LA TORRE, MARS & SOBEL, P.A.  
8211 West Broward Blvd., Suite 205  
Plantation, Florida 33324

#### **ARTICLE XI - CONFLICT OF INTEREST**

No contract between this corporation and other corporations or another individual shall be invalidated solely by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this corporation.

#### **ARTICLE XII - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE XIII - ADDRESS OF REGISTERED OFFICE**

The initial street address of the registered office of this corporation is to be 8211 West Broward Blvd., Suite 250, Plantation, Florida 33324. The Board of Directors may from time to time, designate such other address and place for the registered office of this corporation as it may see fit.

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**ARTICLE XIV - SERVICE OF PROCESS**

All legal service shall be made upon SKRLD, INC., the Registered Agent, at 8211 West Broward Boulevard, Suite 250, Plantation, Florida 33324.

**ARTICLE XV - INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified and be held harmless by the corporation against any and all claims and/or liabilities to which he has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses including legal expenses on appeal matter.

The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

IN WITNESS WHEREOF, the foregoing Articles of Incorporation were executed this 13 day of April, 2015.

By: Mirta M. Iglesias  
Mirta M. Iglesias, Incorporator

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STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

15 APR 13 AM 9:03  
NOTARY PUBLIC  
FLORIDA

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of April, 2015  
by MIRTA M. IGLESIAS. She is personally known to me.

[NOTARIAL SEAL]



Signature: Rosemarie Perez-Venturelli  
Name: \_\_\_\_\_  
Title: Notary  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST: LITTLE CLOUD ESTATE, INC., WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT 4949 TAMiami TRAIL NORTH, SUITE 102, CITY OF NAPLES, STATE OF  
FLORIDA, HAS NAMED SKRLD, INC., LOCATED AT 8211 WEST BROWARD  
BOULEVARD, SUITE 250, CITY OF PLANTATION, STATE OF FLORIDA, AS ITS AGENT  
TO ACCEPT SERVICE OF PROCESS.

DATED: April 13, 2015.

Mirta M. Iglesias  
Mirta M. Iglesias, Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

DATED: April 13, 2015.

SKRLD, INC. REGISTERED AGENT

By: Oscar R. Rivera  
Oscar R. Rivera/FI. Bar #329193

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