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Department of State New Filing Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: STEPHANIA STEFANELLI, P.A.

Dear agent,

Enclosed please find the original and one copy of the Articles of Incorporation along with a check in the amount of \$78.75.

The check is for the cost of the filing fees and a certified copy of the Articles of Incorporation for the above referenced corporation.

Please mail a certified copy to the address listed below:

Stephania Stefanelli 1010 Brickell Avenue Suite 4508 Miami, FL 33131

Please contact me at (954) 931-9511 if you need any additional information.

Sincerely,

Doug Robinson, Incorporator

DCR, LLC

3371 W 94 Terrace

Hialeah, FL 33018

(954) 931-9511

der122780@gmail.com

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ARTICLES OF INCORPORATION OF

STEPHANIA STEFANELLI, P.A.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract in the State of Florida, hereby presents these Articles of Incorporation for the formation of a corporation

ARTICLE I - NAME

The name of the corporation is Stephania Stefanelli, P.A.

under the laws of the State of Florida.

ARTICLE II - NATURE OF BUSINESS

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

- a) To engage in every real estate activity or business permitted under the laws of the United States and the State of Florida.
- b) To buy, sell, exchange, lease, subdivide, develop, improve, own, hold, mortgage or deal in and dispose of real estate and personal property or any interest therein; to construct, erect, decorate, repair and remodel buildings and structures of all types, including residences, apartments, stores, warehouses, office and commercial buildings with all the usual and necessary rights and powers for all accomplishments of the foregoing.
- c) To make, and perform contracts of every kind and description suitable, necessary, useful or advisable in connection with any or all of the objects herein set forth; to do any and all other acts and things and to exercise any and all other powers necessary, advisable, suitable and proper for the accomplishment of any or all of the purposes or the attainment or any or all of the objects of the furtherance or any or all of the powers herein set forth, either alone or associated with other corporations, firms, associations, or individuals, provided the same shall not be inconsistent with the laws of the State of Florida.

- d) To acquire the whole or any part of the goodwill, business, stock, assets, property, bonds and rights of any and every nature of any person, firm, association or corporation doing business of a similar character as above; to pay for the same in cash, stock of this corporation, bonds or otherwise, to assume all or any part of the liabilities of any corporation, association, firm or individual engaged in a business of similar character as above or incidental thereto; and to continue any such business so acquired.
- e) To hold, purchase or otherwise acquire interest in, and to sell, assign, pledge or otherwise dispose of shares of the capital stock, bonds, or other evidence of debt issued or created by any other corporation and, while the owner of such capital stock, to exercise all the rights and privileges of ownership, including the right to vote thereon, to guarantee, assume, become surety for, endorse, or agree in any way to pay the bonds, notes, securities, liabilities or other indebtedness of other corporations.
- f) To do and act in the foregoing and any part thereof as owner of on its own account, or as agent, broker, factor, or otherwise, and in general, to do and perform any and all things and acts, and conduct and transact any and all other businesses which may be necessary, convenient, incidental or proper to the exercise of any and all of the foregoing purposes and business of the corporation, and to do and perform all things and acts, and have an exercise all if the rights, privileges, powers, and franchised that corporation of like nature organized under the laws of the State of Florida are empowered, authorized and permitted to do and perform.
- g) The foregoing clauses and provisions shall be constructed as purposes, objects and powers, and the foregoing specific statements and enumerations shall not be held to limit or restrict in any manner the power of the corporation.

<u>ARTICLE III – CAPITAL STOCK</u>

- a) 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 at \$1 par value.
- b) The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America or property, labor or services at a just valuation to be fixed by the Director(s). Property or labor may also be purchased with the corporate stock at such valuation as may be fixed by the Director(s).
- c) Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code.

d) Every holder of common stock of this corporation shall be entitled, as of right, to subscribe for and purchase, or receive, any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or any bond, debentures, treasury stock, or other securities of this corporation convertible into stock of any class, and all such additional shares of stock and securities so subscribed to shall be issued to such stockholders in the same ratio that their then stock ownership in the corporation bears to all other outstanding stock in the corporation.

<u>ARTICLE IV - INITIAL CAPITAL</u>

This corporation shall begin business with not less than **ONE HUNDRED DOLLAR** (\$100.00) of paid-in-capital.

<u>ARTICLE V – TERM OF EXISTE</u>NCE

This corporation is to have perpetual existence.

<u>ARTICLE VI – ADDRESS</u>

The initial address of the principal office of this corporation in the State of Florida is:

1010 Brickell Avenue Suite 4508 Miami, FL 33131

The Board of Directors may from time-to-time move the principal office to another address in Florida.

ARTICLE VII - DIRECTORS

The corporation shall have one (1) director initially. The number of Directors may increase from time-to-time by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII - TRANSFERABILITY OF SHARES

The corporation, any of all of the stockholders of this corporation, may from time-to-time enter into such agreements as they deem necessary, relating to the shares of stock held by them and limiting the transferability thereof; and thereafter any transfer of such shares shall be made in accordance with the provisions of such agreement, provided that before the actual transfer of such shares on the books of the corporation by filing a copy thereof with the secretary of the corporation and a reference to such agreement shall be stamped, and the by-laws of this corporation may likewise include provisions for the making of such agreement.

ARTICLE IX - TRANSACTION WITH INTEREST DIRECTORS OR OFFICERS

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm, shall be in any way affected or invalidated by the fact that any of the directors or officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board of Directors of this corporation which shall authorize or confirm such contract or transaction with like force and effect as if they were not such director or officer of such other corporation or not so interested.

ARTICLE X - REPLACING STOCK CERTIFICATES

The Board of Directors may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE XI – DIRECTOR

The name and address of the Director is:

Stephania Stefanelli 1010 Brickell Avenue Suite 4508 Miami, FL 33131

ARTICLE XII – INCORPORATOR

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

Doug Robinson 3371 W 94 Terrace Hialeah, FL 33018

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the following manner: 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.

<u>ARTICLE XIV - REGISTERED OFFICE AND AGENT</u>

The street address of the registered office of this corporation is 3371 W 94 Terrace, Hialeah, FL 33018 and the name of the registered agent of this corporation is Doug Robinson.

<u>ARTICLE XV – EFFECTIVE DATE</u>

The effective date for these Articles of Incorporation is November 2, 2020.

The undersigned, for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying the facts herein stated are true and set forth an effective date of November 2, 2020. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Chapter 817.155 of Florida Statues.

Doug Robinson, Incorporator Date

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

In pursuant to Chapter 48.091 of the Florida Statues, the following is submitted in compliance with said act:

Stephania Stefanelli, P.A. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 1010 Brickell Avenue Suite 4508, Miami, FL 33131. City of Miami, County of Miami-Dade, State of Florida has named Doug Robinson located at 3371 W 94 Terrace, Hialeah, FL 33018, City of Hialeah, County of Miami-Dade, State of Florida as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated by this certificate. I hereby accept this appointment as registered agent and to act in this capacity.

1/2/2020

Doug Robinson, Registered Agent Date