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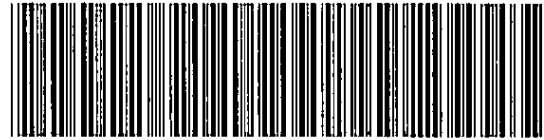
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**ARTICLES OF INCORPORATION  
OF  
NEW CREATIONS HOLDING, INC.**

I, the undersigned subscribe to these Articles of Incorporation, a natural person competent to contract: hereby form a corporation under the laws of the State of Florida.

**Article I  
Corporation Name**

The name of this professional service corporation is **NEW CREATIONS HOLDING, INC.** The said address is **6818 NORTH MAIN ST.  
JACKSONVILLE, FL 32208**

**Article II  
Nature of Business**

The general nature of business to be engaged in by this corporation is to hold and manage assets for its subsidiaries and affiliates. This corporation will manage assets and companies located in the North Florida area to include Jacksonville, Florida, but not limited to the entire state. This corporation will manage companies and affiliates in the state of Florida and other states throughout the United States. This company will also provide professional business and consulting as it relates to one of its primary functions of managing construction projects, restoration of existing buildings, maintenance of existing buildings, and management of landscaping maintenance, and design. This will include commercial and residential projects. This corporation is not limited to domestic projects but will consult and manage projects internationally.

Corporation may also buy and sell real estate, in and around Florida, including, but not limited to the City of Jacksonville. This corporation will also engage in any other activities or business permitted under the laws of the United State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, manage, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes or other evidences of indebtedness and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To produce corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences or indebtedness created by other corporations of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges or ownership, including the right to vote such stock.

### **ARTICLE III STOCK**

The maximum number of shares of stock that the corporation is authorized to issues is 50,000 at a par value of four (\$2.00) dollars per share.

A. Shareholder of the corporations shall have the preemptive right to acquire their pro rata share of stock of the corporation and for all issues of the one class of common stock of the corporation and for all issues of the one class of common stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to: cash, other property, services, acquisition of other corporations, shares, or property through the merger or extinguishments of debts. Preemptive rights shall apply to the resistance of all redeemed or otherwise acquired shares, including the resistance of treasury shares.

B. This Article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders.

C. No issue of stock of the corporation shall take place unless the shareholders of the corporation shall unanimously approve the price at which the stock is to be issued.

D. There shall be no more than five (5) shareholders of this corporation at any time. Said shareholders may be real persons and/or legal entities such as corporations, association, or partnerships.

### **ARTICLE IV RESTRICTION ON TRANSFER OF SHARES**

No shareholder shall have the right or power to pledge, sell, or otherwise dispose of, except by will any share or shares of this company without first offering the said share or shares for sale to the company and shareholders at the then book value.

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

This corporation is to exist perpetually.

### **ARTICLE VI PRINCIPAL PLACE OF BUSINESS**

The initial location of the principal office of this corporation is Jacksonville, Florida. The Board of Directors may, from time to time, move the principal office to any other address in Florida. The said address is **6818 NORTH MAIN ST. JACKSONVILLE, FL 32208**

**ARTICLE VII  
DIRECTORS**

The business affairs of the corporation shall be conducted by a President, one or more Vice-Presidents, a Secretary, and a Treasurer elected by shareholders as provided by the by-laws of the corporation. The shareholders may designate in the by-laws for the deletion of the office for the Vice president. Directors need not be a resident of the State of Florida or a shareholder of the corporation.

**ARTICLE VIII  
INITIAL DIRECTORS**

The names and address of the persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are as follows:

Name	Address
<b>President: CHRISTOPHER A. GADSDEN</b>	<b>6818 NORTH MAIN ST. JACKSONVILLE, FL 32208</b>
<b>Vice President: Rachel GADSDEN</b>	<b>6818 NORTH MAIN ST. JACKSONVILLE, FL 32208</b>

**ARTICLE IX  
INCORPORATOR**

The name and address of the initial incorporate is as follows:

Name	Address
<b>CHRISTOPHER A. GADSDEN</b>	<b>6818 NORTH MAIN ST. JACKSONVILLE, FL 32208</b>

**ARTICLE X  
REGISTERED AGENT**

The initial designation of registered agent office of this corporation shall be pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation. I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office. The said address is **9570 REGENCY SQUARE BLVD. JACKSONVILLE, FL 32225**



**RIVERVIEW BUSINESS CONSULTING, INC.  
MICHAEL SCOTT**

**ARTICLE XI  
AMENDMENT**

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority vote of the shareholders based on a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation is made.

**ARTICLE XII  
CUMULATIVE VOTING**

The shareholders of the corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice in writing must be given by any shareholder to the President or a Vice-President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders' meeting, for the electing of directors that said shareholder intending to cumulate his vote at said election.

**ARTICLE XII  
SECTIONS 1244**

The corporation and the shareholders here of shall be subject to section 1244 of the United States Internal Revenue Code.

**ARTICLE XIV  
INDEMNIFICATION**

The corporation shall indemnify an officer or Board Member, if any, to the full extent permitted by law as to those acts done in the furtherance of a legitimate corporate purpose.

**WITNESS WHEREOF, CHRISTOPHER A. GADSDEN**, the incorporate, has hereunto set his hand and seal this 18<sup>th</sup> day of August 2021.



**CHRISTOPHER A. GADSDEN**

**STATE OF FLORIDA**

**COUNTY OF DUVAL**

**BEFORE ME**, the undersigned authority, personally appeared who, after first being duly sworn, deposes and says that he is the person described in the foregoing Articles of Incorporation and he subscribed to those Articles of Incorporation.

WITNESS my hand official seal in the County and State named above, this

August 18, 2021

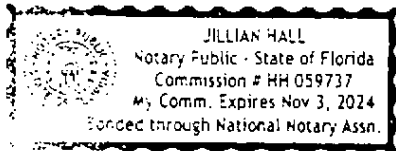
Jillian Hall

**NOTARY PUBLIC**

My Commission Expires:

☐ Personally Known

☒ Provided Identification



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