

P24000003181

(Requestor's Name)

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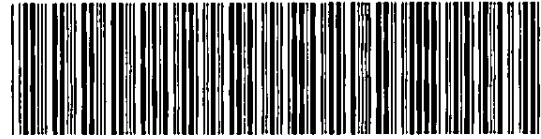
(Business Entity Name)

(Document Number)

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SEC. OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA FILING & SEARCH SERVICES, INC.**

**P.O. BOX 10662 TALLAHASSEE, FL 32302**

**155 Office Plaza Dr Ste A Tallahassee FL 32301**

**PHONE: (800) 435-9371; FAX: (866) 860-8395**

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**DATE: 1/3/24**

**NAME: CURA SCIENTIFIC CORP**

**TYPE OF FILING: ARTICLES**

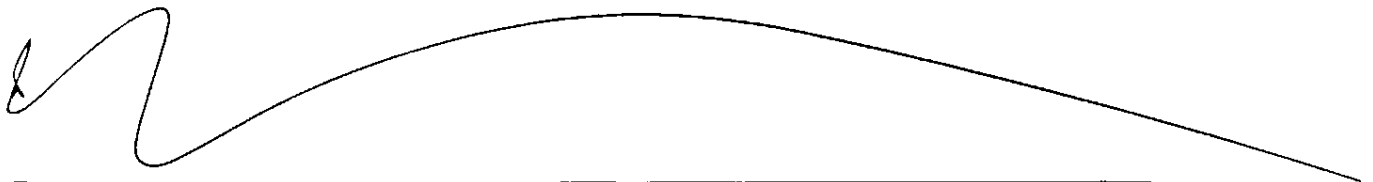
**COST: 70.00**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**



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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 11, 2024

FLORIDA FILING & SEARCH SERVICES, INC.

SUBJECT: CURASCIENTIFIC CORP  
Ref. Number: W24000003147

We have received your document for CURASCIENTIFIC CORP. However, the document has not been filed and is being returned for the following:

The document must contain both the street address of the principal office and the mailing address of the entity.

If you have any further questions concerning your document, please call (850) 245-6052.

KAIN COSTELLO  
Regulatory Specialist II  
New Filing Section

Letter Number: 824A00000593

*Please keep original filing date*  
*Thank you*

RECEIVED  
2024 JAN 16 PM 1:53  
TALLAHASSEE, FLORIDA

## CONSENT TO USE OF NAME

By  
**Curascientif Corp.**  
**Incorporated 11/08/2022**

I, William J. Reed, hereby execute the following consent to the use of the same name or indistinguishable name pursuant to Section 607.0401 of the Florida Business Corporation Act.

Name of Corporation giving consent:

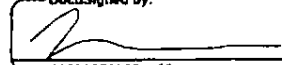
**CURASCIENTIFIC CORP.** Florida Corporation Doc# P22000085176  
(inactive merged out)

Name of Corporation receiving consent to be incorporated in Florida:

**CURASCIENTIFIC CORP.**

I hereby consent to the use of the same name by the above describe corporation to be filed with the Florida Secretary of State and do further consent to any merger of any similarly or indistinguishably named foreign corporation into Florida with and into the corporation to be created herein having the same name.

**CURASCIENTIFIC CORP.**  
an Florida corporation  
Doc# P22000085176

DocuSigned by:  
  
C350A7E03EB1455...

Date: 12/26/2023

William J. Reed  
President and Director

## COVER LETTER

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

SUBJECT: Curascientific Corp.  
(PROPOSED CORPORATE NAME -- MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                                    & Certificate of  
                                    Status  
**ADDITIONAL COPY REQUIRED**

FROM: \_\_\_\_\_  
Name (Printed or typed)

\_\_\_\_\_  
Address

\_\_\_\_\_  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

**CERTIFICATE OF INCORPORATION  
CURASCIENTIFIC CORP.  
A FLORIDA CORPORATION**

I, the undersigned, being the original Incorporator herein named, for the purpose of forming a corporation under the Florida Business Corporation Act to do business both within and without the State of Florida, do make and file this Certificate of Incorporation hereby declaring and certifying that the facts herein stated are true:

**ARTICLE I  
NAME**

The name of the Corporation is Curascientific Corp.

**ARTICLE II  
PRINCIPAL OFFICE**

The Corporation may maintain offices for the transaction of any business at such other places within or without the State of Florida as it may from time to time determine. Corporate business of every kind and nature as may be conducted, and meetings of Directors and shareholders held outside the State of Florida with the same effect as if in the State of Florida.

Principle Address:  
12162 Riffle Road  
Nevada City, CA 95959

Maling Address:  
12162 Riffle Road  
Nevada City, CA 95959

**ARTICLE III  
PURPOSE**

The Corporation is organized for profit and may engage in any lawful business within or without the State of Florida.

## **ARTICLE IV SHARES OF STOCK**

### **Section 1.01 Stock.**

The Corporation shall have the Authority To Issue Thirty Billion and Twenty-Five Million (30,025,000,000) shares of stock, of which Thirty Billion (30,000,000,000) shares are designated as Common Stock, having a par value of \$0.00001 per share, and Twenty-Five Million (25,000,000) shares are designated as Preferred Stock, having a par value \$0.00001 per share.

The Stock of the Company may be issued from time to time without action by the stockholders. The Stock may be issued for such consideration as may be fixed from time to time by the Board of Directors.

### **Section 1.02 No Preemptive Rights.**

Holders of the Stock of the Corporation shall not have any preference, preemptive right, or right of subscription to acquire any shares of the Corporation authorized, issued, or sold, or to be authorized, issued or sold, or to any obligations or shares authorized or issued or to be authorized or issued, and convertible into shares of the Corporation, nor to any right of subscription thereto, other than the extent, if any, the Board of Directors in its discretion, may determine from time to time.

### **Section 1.03 Assessment of Shares.**

The Stock of the Corporation, after the amount of the subscription price has been paid in money, property or services, as the Directors shall determine, shall not be subject to assessment to pay the debts of the Corporation, nor for any other purpose, and no stock issued as fully paid shall ever be assessable or assessed, and the Articles of Incorporation shall not be amended in this particular.

### **Section 1.04 Preferred Shares.**

The preferred stock may be issued in series from time to time in one or more series. The Board of Directors is hereby expressly authorized to provide for the issue of all of any remaining undersigned shares of the Preferred Stock in one or more series, and to fix the number of shares and to determine or alter for each such series, such voting powers, full or limited, or no voting powers, and such designations, preferences, and relative participating, optional, or other rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in a resolution and/or Certificate of Designation providing for the issuance of such class, classes, or series adopted by the Board of Directors pursuant to the authority hereby given as provided by statute.

Subject to the Florida Business Corporation Act, the Board of Directors is also expressly authorized to increase or decrease the number of shares of any series subsequent to the issuance of shares of that series, but not below the number of shares of such series then outstanding. In case the number of shares of any series shall be decreases in accordance with the foregoing sentence, the shares constitution such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series.

**SERIES (A) PREFERRED STOCK:**

Stated Value. The stated value of the Series (A) Preferred Stock shall be Ten Dollars (\$10.00) per share.

Dividends and Preference on Liquidation. There are no dividends, and in the event of any voluntary or involuntary liquidation, dissolution, or winding up of the Corporation, each share of Series (A) Preferred Stock has a value of Ten Dollars (\$10.00) per share.

Voting Rights. The holder of the shares of the Series (A) Preferred Stock (in such capacity) has no voting rights on corporate matters until they are converted into Common Stock.

Conversion of Series (A) Preferred Stock into Common Stock. Each Share of Series (A) Preferred Stock may be converted into shares of Common Stock by dividing the Stated Value of such shares by a conversion price equal to the closing market price of the Common Stock on the day of the conversion notice delivered to the corporation, provided however, that at no time may any shareholder convert their share of Series (A) Preferred Stock if as a result of such conversion, such shareholder would hold more than 4.99% of the issued and outstanding shares of Common Stock of the Company.

Consolidation or Change Authorized or Corporate Action Reducing or Increasing Stock. The shares of Series (A) Preferred Stock shall not be effected by or subject to adjustment following any change to the amount of authorized shares of Common Stock or the amount of Common Stock issued and outstanding caused by any split or consolidation of the Corporation's Common Stock.

Redemption. None

**SERIES (B) PREFERRED STOCK:**

Stated Value. The stated value of the Series (B) Preferred Stock shall be \$0.00001 per share.



Dividends and Preference on Liquidation. There are no dividends, and in the event of any voluntary or involuntary liquidation, dissolution, or winding up of the Corporation, no amount shall be payable in respect of shares of Series (B) Preferred Stock.

Voting Rights. The holder of the shares of the Series (B) Preferred Stock has the right to vote those shares of the Series (B) Preferred Stock regarding any matter or action that is required to be submitted to the shareholders of the Company for approval. The vote of each share of the Series (B) Preferred Stock is equal to and counted as Four (4) Times the votes of All the Shares of the Company's (i) Common stock and (ii) other voting preferred stock issued and outstanding on the date of each and every vote or consent of the shareholders of the Company regarding each and every matter submitted to the shareholders of the Company for approval.

Conversion of Series (B) Preferred Stock into Common Stock. Series (B) Preferred Stock may not be converted into shares of Common Stock.

Consolidation or Change Authorized or Corporate Action Reducing or Increasing Stock. The shares of Series (B) Preferred Stock shall not be effected by or subject to adjustment following any change to the amount of authorized shares of Common Stock or the amount of Common Stock issued and outstanding caused by any split or consolidation of the Corporation's Common Stock.

Redemption. None

## **ARTICLE V DIRECTORS**

The business of this corporation shall be managed by its Board of Directors. The number of such directors of from time to time shall be set as set forth in the manner provided in the By-Laws.

The initial director is:

Samuel Berry  
12162 Riffle Road  
Nevada City, CA 95959

**ARTICLE VI  
INCORPORATOR**

The name and address of the Incorporator is Samuel Berry, at 12162 Riffle Road, Nevada City CA 95959.

**ARTICLE VII  
PERIOD OF DURATION**

This Corporation is to have a PERPETUAL existence.

**ARTICLE VIII  
AMENDMENT**

Subject at all times to the express provisions of Section 1.03 on the Assessment of Shares, the Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or its By-Laws, and all rights conferred upon shareholders are granted subject to this reservation.

**ARTICLE IX  
LIABILITY AND INDEMNIFICATION OF DIRECTORS AND OFFICERS**

To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders. In addition the Corporation shall have the power, in its bylaws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this corporation against any contingency or peril as may be determined to be in the best interest of this corporation, and in conjunction therewith, to procure, at this corporation's expense, policies of insurance.

**ARTICLE X  
CONTRACTS**

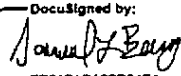
No contract or other transaction between this corporation and any person, firm or corporation shall be effected by the fact that any officer or director of this corporation is such other party or is, or at some time in the future becomes, an officer, director or partner of such other contracting party, or has now or hereafter a direct or indirect interest in such contract.

**ARTICLE XI  
REGISTERED OFFICE AND REGISTERED AGENT**

Initial Registered Office and Initial Registered Agent. The address of the initial registered, office is 9701 4<sup>th</sup> St. N. 300, St. Petersburg, Florida, and the initial Registered Agent is Registered Agent, Inc.

DocuSign Envelope ID: 7DF8D589-D035-4B93-AA4A-CC99EFDB8EBC

CURASCIENTIFIC CORP.  
an Florida corporation

DocuSigned by:  
  
ED11B1CA98D9MEA

Samuel Berry  
Incorporator