

PS00009075

FILED
MAR - 6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

TELEPHONE 904-498-1111
FAX 904-498-1111

SUBJECT: James E. Vitale, Inc.
(Proposed corporate name - must include suffix)

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

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$122.50	<input checked="" type="checkbox"/> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

FROM: James E. Vitale
Name (printed or typed)

1732 Timocuan Way
Address

Longwood, Florida 32750
City, State & Zip

(407) 834-7244
Daytime Telephone number

3/1/95
TB

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

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation shall be:

Jamen E. Vitale, Inc.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be:

mailing address is: 1732 Timocua Way
Longwood, Florida 32750

and is physically located at:
1732 Timocuan Way
Longwood, Florida 32750

ARTICLE III

1. The general nature of the business to be conducted by this corporation shall be: To such extent as a corporation organized under the corporation laws of this State may now or hereafter lawfully, do, to do, either as principal of agent and either along or in connections with other corporations, firms or individuals, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposed or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance the value of its properties, and in general to do any and

all things and exercise any and all powers, rights and privileges which a corporation any now or hereafter be organized to do or exercise under the corporation law of this State or under any act amendatory thereof, supplemental thereto, or substituted therefor.

2. To lease, sell, exchange, mortgage, buy, transfer, hold, own, develop, improve, divide, subdivide, pledge, or in any manner whatsoever acquire and dispose of, on its own account or on commission, property of all kinds, real, personal and mixed and including rights, easements and incorporeal hereditaments appurtenant thereto, and including patents and patent rights and processes; and while the owner of any property to exercise all the rights, powers, and privileges of ownership to the same extent as natural persons might do, including the right to vote the stock of other corporations owned by it, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

3. To engage in the business of manufacturing, buying, selling, leasing, and distributing machinery, devices, products, material and accessories of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph,

or cemetery company; a building and loan association, a mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.

4. To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, 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 any banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, a mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.

5. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

6. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, and other instruments to secure the payment of corporate indebtedness as required.

7. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock thereof, or any bonds, securities, or other evidences of indebtedness created by any other corporation 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 of ownership, including the right to vote such stock.

8. To own, maintain, use, and operate, trucks, automobiles and other vehicles, for itself and for hire, and in connection therewith to transport from point to point freight or any articles whatsoever in consideration of the charges to be made therefore, or for itself.

9. To own, maintain, use and operate any tools, plant equipment, appliances, supplies, fixtures, equipment, or other articles or things whatsoever, and to lease, let, hire, buy, sell, trade, exchange, and deal with any of the foregoing in any manner whatsoever, for itself, for others or for hire.

10. To conduct a general brokerage agency and commission business for others in the purchase and sale of personal property, stocks, bonds and notes, and to negotiate loans thereon for others; to act as trustee in deeds of trust or mortgages on real or personal property, and any evidence of value to secure them and to act as agents for letting houses, lands, or personal property, and the collection of rents and the payment of taxes.

11. To maintain and keep storage warehouses for the storage and deposit of goods and merchandise of all kinds and descriptions, and conduct all business appertaining thereto, including the making of advances on goods stored and deposited with it, and to have and receive all the rights and emoluments thereto belonging.

12. To buy, loan money upon, sell, transfer, assign,

discount, borrow money upon, and pledge as collateral, and otherwise deal as principal, agent, or broker in bills of lading, warehouse receipts, evidence of deposit and storage of personal property, bonds, stocks, promissory notes, conditional bills of sale, retain title contracts, commercial paper, accounts, invoices, choses in action, interest in estates, contracts, mortgages on real and personal property, pledges of personal property and other evidence of indebtedness of persons, firms or corporations and to own, hold and convey such real estate and share of stock in other corporations, domestic and foreign, as may be necessary or expedient in the operation of its business, and to do all things incidental thereto; to buy, sell and deal in all kinds of listed and unlisted bonds and stocks on commission; to act as agent or factor for any person, firm or corporation; but not, however, for the purpose of carrying on the business of banking or any business for the transaction of which a corporation is required under the laws of the State of Florida to qualify as a banking corporation.

13. To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights and privileges, subject to royalty, or otherwise and whether exclusive, non-exclusive or limited, or any part interest in such letters patent, concessions, licenses, inventions, rights and privileges, whether in the United States or in any other part of the world, to sell, grant or let any patent rights, concessions, licenses, inventions, rights or privileges belonging to the company, or which it may acquire, or any interest in the same, to register any patent or patents for any

invention or inventions, to obtain exclusive or other privileges in respect of the same, in any part of the world, and to apply for, exercise, use or otherwise deal with or turn to account any patent rights, concessions, monopolies or other rights or privileges in the United States or in any part of the world; to manufacture and produce, and trade and deal in all machinery, plant articles, appliances, and things capable of being manufactures, produced or traded in by virtue of or in connection with any such letters patent, concessions, licenses, inventions, rights or privileges as aforesaid.

14. The corporation may use and apply its surplus earnings or accumulated profits authorized by law to be reserved, to the purchase or acquisition of property, and to the purchase or acquisition of its own capital stock from time to time, and to such extent and in such manner, and upon such terms as its Board of Directors shall determine, and to hold the same in its treasury to be thereafter sold, issued, or disposed of when and in such manner as the Board of Directors may deem expedient; and neither such property nor the capital stock so purchased and acquired, nor any of its capital stock taken in payment of satisfaction of any debt due to the corporation shall be regarded as profits for the purpose of declaration or payment of dividends, unless otherwise determined by a majority of the Board of Directors or by a majority of the stockholders.

15. To acquire by purchase, subscription or otherwise and to hold or dispose of stocks, bonds, coupons, mortgages, deeds of

trust, debentures, securities, obligations, notes, and other evidences of indebtedness of any corporations, stock company, or association now or hereafter existing, and whether created by or under the laws of the State of Florida, or otherwise; and to pay for any of the same in cash, in property of any kind, in services, in the stock of this corporation, in bonds, in notes, or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; and to acquire and hold the same for investment, or otherwise to acquire and use, and to sell, assign, transfer, mortgage, pledge, exchange, distribute or otherwise dispose of the whole or any part of the same; and to aid in any manner any corporation, stock company, or association whose stock, bonds or other obligations are held or are in any manner guaranteed by the company, and to do any other acts or things for the preservation, protection or improvement or enhancement of the value of any such stocks, bonds, or other obligations, to exercise all the rights, powers and privileges of ownership thereof, and to exercise all voting power thereof, with power to designate some person for that purpose from time to time to the same extent as a natural person or persons might or could do.

16. To enter into, make, and perform contracts of every kind for any lawful purpose with any person, firm, association, corporation, municipality, body politic, country, territory, state, government, or colony dependency thereof.

17. To acquire the good will, rights, and property, and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities of any person, firm

or corporation or association; to pay for the said good will, rights, property and assets in case, in property of any kind, in the stock of this corporation, in bonds, or otherwise, or by undertaking the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired; and to exercise all powers necessary or convenient in or about the conduct and management of such business.

18. For itself or as agent, broker, or correspondent for others, to negotiate and make loans, unsecured or secured by mortgages, bills of sale, or otherwise, upon personal or real property; and to do all things necessary in the transaction of business as loan correspondent of mortgage company.

19. In the purchase or acquisition of property, business, rights, or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debts, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust, or otherwise.

20. To conduct its business or any part or parts thereof in the United States of America, or any of them, in the territories and the District of Columbia, and in any and all dependencies, colonies, or possessions of the United States of America, and in foreign countries or jurisdiction without

restriction as to place; and to have one or more offices or agencies and keep such books of the company outside of the State of Florida as are not acquired by law to be kept within this State.

21. To do all and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Incorporation or any amendments thereto, or necessary or incidental to the protection and benefit of this corporation and in general to carry on any lawful business necessary or incidental to the attainment of the objects of this corporation, whether or not such business is similar to the nature of the objects set forth, to the same extent as a natural person might or could do.

22. None of the objects and powers hereinabove specified and clauses and paragraphs contained in this article, shall in anywise be limited or restricted by references to or inference from the terms of any other objects, powers, clauses or paragraphs of this Article or any Article in the Certificate, but the objects and powers specified in each of the paragraphs and clauses in this Article shall be regarded as independent objects and powers. The foregoing clauses shall be construed both as objects and powers, and it is expressly provided that the foregoing enumeration of specific powers shall not be held to restrict or limit in any manner the powers of this corporation as may be provided by law or otherwise.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: ONE HUNDRED SHARES OF COMMON STOCK of NO PAR VALUE.

ARTICLE V

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

The first registered agent of this corporation shall be:

JAMES E. VITALE
whose mailing address is: 1732 Timocuan Way, Longwood, Florida,
32750
and, who's physical location is: 1732 Timocuan Way, Longwood,
Florida, 32750

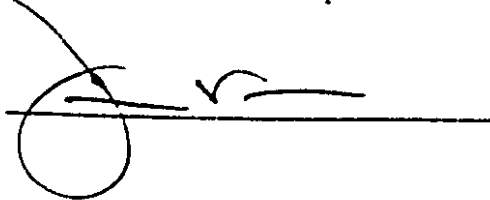
ARTICLE VII

The name and the street address of the incorporator for these articles of incorporation is:

JAMES E. VITALE
713 SilverBirch Place
Longwood, Florida 32750

The undersigned incorporator has executed these Articles of Incorporation this 28th day of February, 1995

Signature of Incorporator:



James E. Vitale
Typed name of incorporator signing

RECEIVED
FEB 17 1995
TALLAHASSEE
SECRETARY OF STATE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: James E. Vitale, Inc.

2. The name and address of the registered agent and office is:

James E. Vitale

(Name)

1732 Timocuan Way

(P.O. Box not acceptable)

Longwood, FL 32750

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

2-17-95
(Date)

P95000019075

James E. Vitale
609 Suite A, 2nd Fl.
Smyrna, Ga 30771

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. James E. Vitale, Inc. (Corporation Name) Amend (Document #)
2. Name Change (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

600001923106
-08/15/96--01048-004
*****35.00 *****35.00

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	W.P. Verifier
<input type="checkbox"/>	Other

W916-17267

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96 OCT 30 PM 14
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TALLAHASSEE, FLORIDA

Examiner's Initials

THIRD: The date of each amendment's adoption: July 10, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9 day of September, 19 96

Signature

James E. Vitale Director
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

James E. Vitale Director
OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

James E. Vitale JAMES E. VITALE
Typed or printed name

James E. Vitale JAMES E. VITALE Resigned 10/28/96
Director
Title

**"ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
Oct 30 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAMES E. VIGOR, INC.
(present name)

(Document # P80000/1975)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

*ARTICLE I: THE NAME OF THE CORPORATION TO BE:
CHANGED TO: THE JAG STORE, INC.
609 SUITE A, 27TH ST.
SANFORD, FLORIDA 32771*

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: *N/A*