

P95000067002

TRANSMITTAL LETTER

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

RECEIVED  
FEB 25 1985  
\*\*\*\*\*78.75 \*\*\*\*\*81.75

SUBJECT: SPELLBINDER, INC  
(Proposed corporate name - must include suffix)

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

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM: RENATE SMITH  
Name (printed or typed)

15600 PALMETTO CLUB DRIVE  
Address

MIAMI FLORIDA 33157  
City, State & Zip

305-666-3494  
Daytime Telephone number

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

## ARTICLES OF INCORPORATION

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

### ARTICLE I NAME

The name of the corporation shall be:

Spellbinder , Inc.

### ARTICLE II PRINCIPAL OFFICE

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

15600 Palmetto Club Drive  
Miami Florida 33157

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

Five hundred shares, a par value of \$1.00 each

ARTICLE IV INITIAL REGISTERED AGENT AND STREET  
ADDRESS

The name and address of the initial registered agent is:

Renate Smith  
15600 Palmetto Club Drive  
Miami Florida 33157

ARTICLE V INCORPORATORS

The name and street addresses of the incorporators to these Articles of  
Incorporation are:

Renate Smith  
15600 Palmetto Club Drive  
Miami Florida 33157

The undersigned incorporators have executed these Articles of  
Incorporation this

17 day of August, 1995

Renate Smith

Signature

**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: Spellbinder, Inc.
2. The name and address of the registered agent and office is:

Renate Smith

(Name)

15600 Palmetto Club Drive

(P.O. Box not acceptable)

Miami Florida 33157

(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.*

Renate Smith

(Signature)

August 17, 1995

(Date)

P95000067002

Renate Smith  
15600 Palmetto Club Drive  
Miami Florida 33157  
305-253-6200

Florida Department of State  
Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee Florida 32314

FILED  
OCT 16 PM 3:31  
TALLAHASSEE FLORIDA

To Whom It May Concern,

Please amend the articles of incorporation for Spellbinder, Inc. The amendments have been included and are simply to change the name. If you have further questions please call at the above number. Thank you in advance for your attention to this matter.

Sincerely

*Renate Smith*

Renate Smith

100001612731  
-10/17/95--01061--002  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

N C 619  
10-19

enclosed is a check for \$43.75  
\$35 - for the amendment  
8.75 for a certificate of status

Thanks

(R)

**Articles of Amendment  
To  
Articles of Incorporation  
of**

**Spellbinder, Inc.**

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

**FIRST:** Amendment adopted:

**ARTICLE I NAME**

The name of the corporation shall be:

**Renate Smith, Inc.**

FILED  
05 OCT 16 PM 12:34  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**SECOND:** There is no exchange, reclassification or cancellation of issued shares.

**THIRD:** The date of each amendment's adoption: 10/10/95

**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 day 10 of OCTOBER, 19 95.

Signature Renate Smith  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

RENATE SMITH  
Typed or printed name

PRESIDENT  
Title