

P96000098504

TRANSMITTAL LETTER

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

SUBJECT: MISS NAOMI INTERNATIONAL, Inc.
(Proposed corporate name - must include suffix)

6000002018876--4
-12/03/96--01132--001
*****70.00 *****70.00

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:

GENE McDOWELL

Name (Printed or typed)

4141 W. WATERS AVE

Address

TAMPA, FL 33614

City, State & Zip

813-886-9191

Daytime Telephone number

96 DEC -2 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

KR
12.5.96

ARTICLES OF INCORPORATION
OF

FILED
96 DEC -2 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of the corporation shall be
MISS NAOMI INTERNATIONAL, INC.

ARTICLE II

DURATION

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

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted shall
be the collection, preservation, displaying, renting, buying
and selling of antiques and collectibles and art pieces of
various dimension. Also other activities permitted under the
laws of the United States or of the State of Florida.

ARTICLE IV

CORPORATE POWERS -----

The corporation shall have the power to:

1. Sue, and be sued, and appear and defend in all actions and proceedings in its corporate name, to the same extent as a natural person.
2. Adopt and use a common corporate seal, and to alter the same, if deemed necessary.
3. Appoint such officers and agents as its affairs shall require, and to allow them suitable compensation.
4. Adopt, change, amend, and repeal By-Laws for the corporation, not inconsistent with its Articles of Incorporation, for the exercise of its affairs and property, and the transfer on its records of its shares of stock or other evidence of ownership of the corporation, and the calling and holding of meetings of its shareholders, officers and directors.
5. Make and enter into all contracts necessary and proper for the conduct of business.
6. Acquire, utilize and dispose of patents, copyrights, trademarks, and other licenses or rights or interest as it pertains to its business.
7. Take, hold, sell and convey such property, real or otherwise as may be necessary in order to obtain and secure payments of any indebtedness or liability to it.

8. Do all things and perform all acts necessary and proper for the accomplishment of the purposes stated in these articles, or necessary or incidental to the objectives of the corporation, and to have and exercise all powers of any nature whatsoever permitted or conferred by law upon corporations in general.

9. To establish retirement and/or pension and/or profit sharing plans for the benefit of the corporate directors, officers and employees.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than One Thousand Dollars (\$1000.00).

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is one thousand (1000) shares of common stock, each with a nominal par value of one dollar (\$1.00) per share. The price to be paid for each share of stock shall be determined by the Board of Directors of the corporation.

ARTICLE VII

PRINCIPAL BUSINESS OFFICE

The initial business office of the corporation shall be

M4 - 1901 Brinson Road

Lutz, Fl. 33549

ARTICLE VIII

REGISTERED AGENT AND OFFICE

The initial registered agent and registered office of the corporation shall be

Gene McDowell

4141 West Waters Avenue
Tampa, Fl. 33549

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The number of directors may be increased and decreased from time to time but shall never be less than one (1) nor more than nine (9).

The names and addresses of the initial directors of the corporation are:

Naomi Wilzig

Jeffery C. Harris

John Lonergan

M4 - 1901 Brinson Road

Lutz, Fl. 33549

P.O. Box 17104

Tampa, Fl. 33682

P.O. Box 1319

Land O' Lakes, Fl. 34639

ARTICLE X

SUBSCRIBERS -----

The names and addresses of the subscribers to these articles of incorporation is

Naomi Wilzig
100%

M4 - 1901 Brinson Road
Lutz, Fl. 33549

ARTICLE XI

INFORMAL ACTION OF DIRECTORS -----

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, then such action shall be as valid as though it had been authorized at a meeting, duly called, of the Board of Directors of the corporation.

ARTICLE XII

INDEMNIFICATION -----

The corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE XIII

BY-LAW AMENDMENT

The power to adopt, amend, or repeal the By-Laws of the corporation shall be vested in the Board of Directors.

ARTICLE XIV

AMENDMENT OF ARTICLES

The corporation reserves the right to amend, alter, change or repeal any provisions of these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders of the corporation are subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these
Articles of Incorporation for the purposes herein expressed.

Susan McDowell
WITNESS

Naomi Wilzig
Naomi Wilzig

WITNESS

WITNESS

STATE OF FLORIDA)
) SS:
COUNTY OF HILLSBOROUGH)

BEFORE ME, the undersigned authority, personally appeared

Naomi Wilzig

who is either to me personally known or presented valid
identification as indicated below and to me known to be the
person described as subscriber in and who executed the
foregoing Articles of Incorporation, and acknowledged before
me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal is hereby affixed,
this 28 day of October , 1996.

E. Eugene McDowell
NOTARY PUBLIC

Identification:

CERTIFICATE DESIGNATING REGISTERED AGENT AND
AGENT FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA

In compliance with Sections 48.091 and 607.0501,
Florida State Statutes, the following is submitted:

MISS NAOMI INTERNATIONAL, INC. with its
corporation office located at M4 - 1901 Brinson Road, Lutz,
Florida, 33549 has designated Gene McDowell located at
4141 West Waters Ave, Tampa, Fl. 33614
as its registered agent to accept service of process within
the State of Florida.

I, GENE MCDOWELL having been
named to accept service of process for the above named corp-
oration, do hereby accept and agree to comply with the
provisions of the statutes relative to the performance of my
duties as registered agent.

Dated:

10-29-96

Gene McDowell

Gene McDowell

FILED
96 DEC -2 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA