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TRANSMITTAL LETTER

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 10 AM 9:52

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

000002139780--7
-04/10/97--01103--004
*****78.75 *****78.75

SUBJECT: UNIQUE DESIGN GROUP 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

ADDITIONAL COPY REQUIRED

FROM: DENNY W. NESTRIKKE
Name (Printed or typed)

P.O. Box 4190
Address

PALM DESERT, CA, 92261
City, State & Zip

760-346-4812
Daytime Telephone number

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

D. BROWN APR 11 1997

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Information Relative to the Incorporation of

UNIQUE DESIGN GROUP, INC.

Article I. **Name**

The name of the corporation shall be:

Unique Design Group, Inc.

and its existence shall be perpetual, unless otherwise provided for by its by laws.

Article II. **Principal Office**

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

Unique Design Group, Inc.
73-251 Amber Street
Palm Desert, California, 92260

Article III. **Shares**

The corporation shall have only one class of shares authorized for issuance. Such shares shall be designated as "common stock" or "common shares" and all common shares shall have the same identical rights, preferences and limitations. The common shares shall have unlimited voting rights and each share is entitled to receive its proportionate share of the corporation's assets upon dissolution. The number of common shares that the corporation is authorized to have outstanding at any one time is ten million (10,000,00) common shares, each share having a par value of one mill (\$0.001) per share. When the corporation receives the consideration for which the corporation's board of directors have authorized the issuance of common shares, the common shares thus issued shall be fully paid and nonassessable. Issued and outstanding common shares, when reacquired, redeemed or canceled shall again be added to the corporations authorized but unissued common stock. Shareholder's of the corporation's common stock shall not have a preemptive right to acquire any additional common shares of the corporation which have not been issued. The corporation's board of directors are authorized to grant or issue rights, options or

warrants for the purchase of the corporation's common shares upon terms and for such considerations as the corporation's board of directors determine to be appropriate.

Article IV **Initial Registered Agent and Street Address**

The name and street address of the initial registered agent of the corporation is:

Laney Phillips-Ortega
900-C Vision Terrace
Palm Beach, Gardens, Florida, 33418

Article V **Incorporators**

The name and street address of the incorporator to these Articles of Incorporation is:

Laney Phillips-Ortega
900-C Vision Terrace
Palm Beach, Gardens, Florida, 33418

Article VI **Action of Shareholder(s)**

Any proceeding brought in the right of a corporation can only be undertaken by a shareholder of the corporation and upon fulfilling all of the requirements and in compliance with all of the procedures set forth in Section 607.07401, of the Florida Statutes.

Article VII **Directors**

The initial board of directors of the corporation shall consist of one individual. Any increase in the number of directors of the corporation shall be determined by the then existing board of directors and in accordance with the bylaws of the corporation,.

The bylaws of the corporation shall be established by the initial board of directors and any changes in those bylaws shall be at the discretion of the board of directors and in accordance with the bylaws of the corporation.

Article VIII **Officer and Director Indemnification and Personal Liability**

An officer and/or director shall not be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as set forth and contained in Section 607 of the Florida Statutes or as subsequent hereto enacted by legislative action or by a ruling or interpretation of a court of law. Furthermore, officers and directors shall be afforded indemnification by the corporation to the fullest extent possible by existing or subsequent hereto enacted laws of the state of Florida. The corporation shall make an advancement of expenses or other costs incurred by an officer and/or director of the corporation, or to an individual who previously held the position of an officer and/or director, in defense of any legal action or otherwise brought against such individual until a judgment with respect to such action has been rendered.

The undersigned incorporator has executed theses Articles of Incorporation this the 9th day of April, 1997


Signature of Laney Phillips Ortega

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

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 UNIQUE DESIGN GROUP, INC.

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

LANEY PHILLIPS ORTEGA
(NAME)

900-C VISION TERRACE
(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

PALM BEACH GARDENS, FLORIDA
(CITY/STATE/ZIP) 33418

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.

Laney Phillips Ortega
(SIGNATURE)

4/9/97
(DATE)