

P98000048404

Document Name



**PROFESSIONAL DOCUMENTS**

- ☐ 9140 S. Federal Hwy. • Port St. Lucie, FL 34952  
☐ 2024 58th Avenue • Vero Beach, FL 32966

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-04/30/98--01091--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAY 29 AM 9:07

FILED

NEW FILINGS	
<input checked="" 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"/>	Other

~~789, 524, 2557, 611, 2558~~

DMC 6-1-98

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

COPY

April 7, 1998

PROFESSIONAL DOCUMENTS  
9140 S. FEDERAL HWY  
PORT ST. LUCIE, FL 34952

SUBJECT: PUGFACE PRODUCTIONS  
Ref. Number: W98000007678

Upon receipt of your letter and/or check(s) totaling \$78.75, no document was found. Please return your check along with the proper form.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 798A00018311



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 21, 1998

PRODOX  
PROFESSIONAL DOCUMENTS  
9140 S. FEDERAL HIGHWAY  
PORT ST. LUCIE, FL 34952

SUBJECT: PUGFACE  
Ref. Number: W98000007678

We have received your document for PUGFACE and check(s) totaling \$78.75. However, your check(s) and document are being returned for the following:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 898A00021314



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 4, 1998

PRODOX  
ST. LUCIE JEWELRY, INC.  
9140 S FEDERAL HIGHWAY  
PORT ST. LUCIE, FL 34952

SUBJECT: PUGFACE, INC.  
Ref. Number: W98000007678

We have received your document for PUGFACE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Incorporation are filed under the law of the State of Florida. Please delete reference made to laws of Delaware.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 698A00024322

**ARTICLES OF INCORPORATION**

*of*

**PUGFACE, INC.**

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98 MAY 29 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned person(s), acting as incorporators(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I.  
CORPORATE NAME.**

The name of this corporation is:

PUGFACE, INC.

**ARTICLE II.  
PRINCIPAL OFFICE.**


The mailing address of the corporations initial principle office is:

9168 SOUTH FEDERAL HIGHWAY  
PORT ST. LUCIE, FL 34952

**ARTICLE III.  
SHARES**

The total number of shares which the corporation shall have the authority to issue is 100 shares with a par value of \$1.00 per share.

Initials:



**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

STEVE LEVY  
PUGFACE  
9168 SOUTH FEDERAL HIGHWAY  
ST LUCIE COUNTY  
PORT ST LUCIE , FL 34952

**ARTICLE V  
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE VI  
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

STEVE LEVY  
9168 SOUTH FEDERAL HIGHWAY  
PORT ST LUCIE , FL 34952

DENISE BARRETT  
9140 SOUTH U.S.#1  
PORT ST LUCIE , FL 34952

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

The directors shall be divided into 2 classes, the number of directors to be allocated to each class to be as nearly equal as possible and with the term of office in one class expiring each year after the initial annual meeting of shareholders.

#### **ARTICLE VII LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

#### **ARTICLE VIII OTHER PROVISIONS**

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

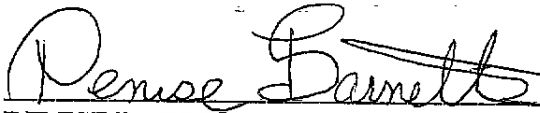


### Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



STEVE LEVY, Incorporator  
9168 SOUTH  
PORT ST LUCIE, FL 34952




DENISE BARRETT, Incorporator  
9140 SOUTH U.S.#1  
PORT ST LUCIE, FL 34952

State of FLORIDA, County of ST LUCIE, ss:

Subscribed and sworn to (or affirmed) before me this 15<sup>th</sup> day of APRIL,  
19 98.



Michael F. Klein  
Commission # CC 729207  
Expires Mar. 29, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.



Notary Public

  
Initials: \_\_\_\_\_

### DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organizes 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  
**PUGFACE, INC.**
2. The Name of the registered agent is  
**STEVE LEVY**
3. The address of the registered agent/ registered office is  
**9168 SOUTH FEDERAL HIGHWAY  
PORT SAINT LUCIE, FL 34952**

**FILED**  
98 MAY 29 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ACCEPTANCE

Having been named as the registered agent and designated to accept service of process for the above corporation, 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.

  
**STEVE LEVY**

DATE: 5/13/98