

P99000007179

January 5, 1999

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

100002748761--9  
-01/20/99--01112--011  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re:

Enclosed is an original and (2) copy of the articles of incorporation and a check for \$122.50 this amount is for the filing fees and a certificate.

From: **EVERTON ELLIOTT**  
2126A Hollywood Blvd  
Hollywood, FL 33020

(954) 922-8298

**FILED**  
99 JAN 20 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SP  
1/25

**CERTIFICATE OF INCORPORATION  
OF  
STARCHILD MANAGEMENT SERVICES, INC.**

**FILED**  
99 JAN 20 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of an Act of the Legislature of the State of Florida approved June 1, 1925, and the acts amendatory thereto, do hereby subscribe to this Certificate of Incorporation.

**FIRST:** The name of the Corporation is:

***STARCHILD MANAGEMENT SERVICES, INC.***

**SECOND:** The General nature of the business to be transacted by the Corporation is to supervise and manage companies of divers organizational structures. Management services includes but not limited to:

- Management Structuring
- Management Training
- Company Policy Reviewed & Updated (annually)

To do all and everything necessary and proper for the accomplishment of any purposes or the attainment of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation or any amendment hereof, necessary or incidental to the protection and benefit of the corporation, as principal agent, director, trustee or otherwise; and, in general, either alone or in associations with other corporations, firms or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects, of the corporation, whether or not such business is similar in nature to the purposes and objects as set forth in this Certificate of Incorporation or any amendment hereof.

The following paragraphs shall be constructed and enumerated both as objects and the powers of the corporation, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation.

**THIRD:** The amount of the total authorized capital stock of the corporation shall be 1,000 shares at \$1.00 dollar (s) per value. The whole or any part of the capital stock of the corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors.

**FOURTH:** The amount of capital with which the corporation shall begin business shall be not less than **One Thousand Dollars (\$1,000.00)**

**FIFTH:** The corporation shall have perpetual existence.

**SIXTH:** The address, County and State in which the principal office of the corporation are to be located at:

**2126A HOLLYWOOD BLVD, HOLLYWOOD, FL 33020**

**SEVENTH:** The Board of Directors shall consist of not less than one (1) but no more than seven (7) Directors.

**EIGHTH:** The names and post office addresses of the first Officers and Board of Directors who, subject to the provisions of this Certificate of Incorporation, the By-laws, and Act of the Legislature approved June 1, 1925 and the acts amendatory thereto, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are the following:

<b>DENNIS THOMAS, PRESIDENT</b>	<b>314 EAST 18<sup>TH</sup> STREET BROOKLYN, NY 11226</b>
<b>HOWARD STANLEY, VICE PRESIDENT</b>	<b>2126A HOLLYWOOD BLVD HOLLYWOOD, FL 33020</b>
<b>MARIE THOMAS, SECRETARY</b>	<b>314 EAST 18<sup>TH</sup> STREET BROOKLYN, NY 11226</b>
<b>EVERTON ELLIOTT, TREASURER</b>	<b>2126A HOLLYWOOD BLVD HOLLYWOOD, FL 33020</b>
<b>ROBERT PHILLIP, ASST. TREASURER</b>	<b>2126A HOLLYWOOD BLVD HOLLYWOOD, FL 33020</b>
<b>SHARRON PHILLIP, CEO/DIRECTOR</b>	<b>2126A HOLLYWOOD BLVD HOLLYWOOD, FL 33020</b>

**NINTH:** The names and addresses of the initial subscribers to these Articles of Incorporation are as follows:

**EVERTON ELLIOTT**

**2126A HOLLYWOOD BLVD  
HOLLYWOOD, FL 33020**

**TENTH:** The initial registered office of this corporation shall be located at:

**2126A HOLLYWOOD BLVD, HOLLYWOOD, FL 33020**

**ELEVENTH:** The registered agent of the corporation shall be:

**EVERTON ELLIOTT**

The undersigned has executed these articles of incorporation this 5 day of January 1999.

  
\_\_\_\_\_  
**EVERTON ELLIOTT, as incorporator**

**CERTIFICATE AND ACKNOWLEDGMENT  
OF  
REGISTERED AGENT**

Pursuant to Florida Statutes, sections 607.0501 and 607.0505, the following is submitted:

First that STARCHILD MANAGEMENT SERVICES, INC


Desiring to organize under the laws of the State of Florida with its principal office,  
as indicated in the articles of incorporation at

2126A Hollywood Blvd, Hollywood, Fl 33020

has named EVERTON ELLIOTT located at the aforesaid address, as its Registered Agent  
to accept service of process within this State.

**ACKNOWLEDGEMENT :**

Having been named to accept service of process for the above stated corporation, at place  
Designated in this Certificate. I hereby accept to act in this capacity, and agree to comply  
With the Provision of said Act relative to keeping open said office.

By-----  
Registered Agent

**FILED**  
99 JAN 20 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA