

# TRANSMITTAL LETTER

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

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-04/08/99--01001--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: \_\_\_\_\_ Carousel International Group, Inc.

FILED  
99 APR -7 PM 5:17  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

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 of Status

☐ \$78.75 Filing Fee & Certified Copy  
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status  
ADDITIONAL COPY REQUIRED

FROM:

Sender's Name Liliana Velitskaya Phone (561) 393-5381  
Company CAROUSEL INTERNATIONAL  
Address 170 NW SPANISH RIVER BLVD #21 Dept./Floor/Suite/Room  
City BOCA RATON State FL ZIP 33431  
☒ Your Internal Billing Reference Information  
City, State & Zip  
Daytime Telephone number

W-8121

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**Carousel International Group, Inc.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is

**Carousel International Group Inc.**

**ARTICLE II - NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this corporation is as follows:

(a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands, or it's interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improved or unimproved, or any right or interest therein.

(b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(e) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other character of business.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

(h) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(i) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as herein above set forth, except where otherwise specified in this Article, shall be in any wise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock, each share having a par value of \$1.00. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the Board of Directors;

provided , however, that in the event such designation is specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock maybe paid for in cash, service or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

#### **REGISTERED AGENT**

Designation of registered office and registered agent is Liliana V. Verbitskaya 170 NW Spanish River Boulevard #20, Boca Raton, FL 33431 I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

#### **ARTICLE IV - INITIAL CAPITAL**

The amount of the capital with which this corporation shall begin business is \$1,000.00.

#### **ARTICLE V - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE VI - ADDRESS**

The initial street address of the principal office of this corporation is to be at 170 NW Spanish River Boulevard #20, Boca Raton, FL 33431.

#### **ARTICLE VII - DIRECTORS**

The corporation shall have two (2) director(s) initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never less than one.

#### **ARTICLE VII - INITIAL DIRECTORS**

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

Liliana V. Verbitskaya 170 NW Spanish River Blvd. #20  
Boca Raton, FL 33431

Aliona O. Verbitskaya 170 NW Spanish River Blvd. #20  
Boca Raton, FL 33431

## ARTICLE IX - SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation therefore are as follows:

Name	Address	# of Shares	Amount
Liliana V. Verbitskaya	170 NW Spanish River Blvd #20, Boca Raton FL 33431	1000	\$1,000.00

## ARTICLES X - EFFECTIVE DATE

March 31, 1999

## ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 31st day of March 1999.

  
Liliana V Verbitskaya, Subscriber

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

PURSUANT TO THE PROVISIONS OF SECTION 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: **Carousel International Group, Inc.**

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

**Lillana V. Verbitskaya**

**170 NW Spanish River Boulevard #20**

**Boca Raton, FL 33431**

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TALLAHASSEE, FLORIDA

*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.*



Signature