Division of Corporations

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#### FLORIDA PROFIT CORPORATION OR P.A.

Naztasy Design Group, Inc.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 20, 1999

CAUTHEN AND FELDMAN, P.A.

SUBJECT: NAZTASY DESIGN GROUP, INC.

REF: W99000021501

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Neysa Culligan Document Specialist FAX Aud. #: E99000023282 Letter Number: 999A00045908 H99000023282 9

effective date 9-17-99 ARTICLES OF INCORPORATION

OF

NAZTASY DESIGN GROUP, INC.

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

#### ARTICLE I Name

The name and address of this corporation shall be:

NAZTASY DESIGN GROUP, INC. 7858 SANIBEL DRIVE TAMARAC, FL 33321

Mailing Address Is:

POST OFFICE BOX 660482 MIAMI SPRINGS, FL 33266-0482

ARTICLE II
Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 7,500 shares of common stock each with a par value of \$1.00.

ARTICLE IV
Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator is:

NAME

ADDRESS

DENA MARIA BLAKE

7858 Sanibel Drive Tamarac, FL 33321

William H. Cauthen, Esquire Cauthen & Feldman, P.A. 215 North Joanna Avenue Tavares, FL 32778-3200 352/343-2225 Florida Bar # 133488 H99000023282 9

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The name and address of the Directors are:

NAME

**ADDRESS** 

DENA MARIA BLAKE

7858 Sanibel Drive Tamarac, FL 33321

CHRISTOPHER J. EVERING

7858 Sanibel Drive Tamarac, FL 33321

#### ARTICLE V Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

### ARTICLE VI Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- A. Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- B. Reorganization, merger or consolidation of the corporation;
- Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- D. Dissolution of the corporation.

## ARTICLE VII Term of Existence

This corporation shall exist perpetually.

## ARTICLE VIII Directors

A. The business of the corporation shall be managed initially by a board of two (2) directors. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

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- B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote.
- C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.
- D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

#### ARTICLE IX Effective Date

The date that corporate existence shall begin and shall be SEPTEMBER 17, 1999 This election is pursuant to Florida Statute 607.0203.

### ARTICLE X Registered Office and Registered Agent

The address of the initial registered office of this corporation is 7858 SANIBEL DRIVE, TAMARAC, FL 33321 The name of the Registered Agent of this corporation is DENA MARIA BLAKE at the above office address.

#### ARTICLE XI Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this \_\_17th\_ day of ; SEPTEMBER, 1999.

DENA MARIA BLAKE

William H. Cauthen, Esquire Cauthen & Feldman, P.A. 215 North Joanna Avenue Tavares, FL 32778-3200 352/343-2225 Florida Bar # 133488 H99000023282 9 **д99000023282 9** 

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I hereby accept to act as initial Registered Agent for NAZTASY DESIGN GROUP, INC. as stated in these Articles of Incorporation.

Dated: the 17th day of SEPTEMBER, 1999

DENA MARIA BLAKE

99 SEP 20 PM 12: 01
SHUTTHINGSEE, FLORES

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