

P99000090877

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

99 OCT 14 AM 9:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Mo deena<sup>USA</sup>, Inc

2544  
W99-23593

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

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10/13 9:44

PH 10/1999 ✓

RECEIVED  
99 OCT 13 AM 10:06  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE REGISTRATION  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 13, 1999

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA STREET #1  
TALLAHASSEE, FL 32302

SUBJECT: MODEENA, INC.  
Ref. Number: W99000023593

We have received your document for MODEENA, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 499A00049431

RECEIVED  
OCT 14 PM 4:35  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Corrected  
File First

# ARTICLES OF INCORPORATION

## OF

Modeena USA, Inc.

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99 OCT 14 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

### ARTICLE ONE

The name of the corporation is: Modeena USA, Inc.  
The principle address of the corporation is: 1278 S. Military Tr., #122, Deerfield Beach, FL 33442.

### ARTICLE TWO

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

### ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

### ARTICLE FOUR

This corporation is authorized to issue 100 shares of No Par Value Common Stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a

just valuation to be fixed by the Board of Directors.

#### ARTICLE FIVE

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

#### ARTICLE SIX

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

#### ARTICLE SEVEN

The street address and mailing address of the initial principal registered office is: 1278 S. Military Tr., #122, Deerfield Beach, FL 33442, and the name of its initial registered agent of this corporation is: RUPA ZEBUNNESSA

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
RUPA ZEBUNNESSA

#### ARTICLE EIGHT

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed

by the shareholders. The name and address of the initial director of this corporation is:

Name	Mailing Address
RUPA ZEBUNNESSA	1278 S. Military Tr., #122 Deerfield Beach, FL 33442

#### ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

#### ARTICLE TEN

The name and address of the incorporator for this corporation is:

RUPA ZEBUNNESSA, 1278 S. Military Tr., #122 Deerfield Beach, FL 33442

  
Incorporator: RUPA ZEBUNNESSA

#### ARTICLE ELEVEN

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or

an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

## ARTICLE TWELVE

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11 day of October, 1999.

Rupa Zebunnessa  
RUPA ZEBUNNESSA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091 of the Florida Statutes, the following is  
submitted, in compliance with said act:

FIRST: that Modeena USA, Inc., desiring to organize under the laws of the State  
of Florida, with its principal office, as indicated in the Articles of Incorporation, at  
City of Deerfield Beach, County of Broward, State of Florida, has named RUPA  
ZEBUNNESSA located at: 1278 S. Military Tr., #122, Deerfield Beach, FL 33442,  
County of Palm Beach, State of Florida, as its agent to accept service of process  
within the state.

**ACKNOWLEDGMENT: MUST BE SIGNED BY DESIGNATED AGENT**

Having been named to accept service of process for the above 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.

*Rupa Zebunnessa*

By: **RUPA ZEBUNNESSA**  
Registered Agent

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99 OCT 14 AM 9:41  
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TALLAHASSEE, FLORIDA