

Charter Number Only

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REGISTRATION ONLY

Requestor's Name  
Address  
City State ZIP Phone

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

**Melece, Inc.**

FILED  
00 JUL 25 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
00 JUL 25 AM 9:29  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

  
**Empire Toll Free: 1-800-432-3028**

- Profit
- NonProfit
- Foreign
- Limited Partnership
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- Call When Ready
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- Amendment
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- Annual Report
- Reservation
- Photo Copies
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
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**FILED**  
00 JUL 25 PM 12:41  
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TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
MELCECE, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I. CORPORATE NAME**

The name of this corporation is **MELCECE, INC.**

**ARTICLE II.**

The existence of the corporation shall begin when the articles are filed.

**ARTICLE III. PRINCIPAL OFFICE**

The street address of the principal office of the corporation is.

**10620 N.W. 37th Street West  
Coral Springs, Florida 33065**

**ARTICLE IV. CAPITAL STOCK**

The maximum number of shares this corporation is authorized to issue is 1,000 shares at \$10.00 par value per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V. REGISTERED AGENT AND OFFICE**

The initial street address of the corporation's registered office is 5301 N. Federal

Highway, The Courtyard, Suite 200, Boca Raton, Florida 33487. The initial registered agent for the corporation at that address is R. Stephen Ottewell, Esq., R. Stephen Ottewell, P. A.

**ARTICLE VI. INCORPORATORS**

The name and street address of the incorporators of these Articles of Incorporation are:

**Melvin A. Fraser  
10620 N.W. 37th Street West  
Coral Springs, Florida 33065**

**Cecelia I. Fraser  
10620 N.W. 37th Street West  
Coral Springs, Florida 33065**

**ARTICLE VII. DURATION**

The corporation shall have a perpetual existence.

**ARTICLE VIII. PURPOSE.**

This corporation is organized for the following purposes: for any lawful business under the Florida law, including to rent apartments and to engage in any other business lawful under the laws of the United States and the State of Florida.

**ARTICLE IX. INFORMAL ACTION OF THE DIRECTORS.**

If all of the directors consent in writing to any action taken or to be taken by the corporation, and evidence of their consent is filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE X. INFORMAL ACTION OF THE SHAREHOLDERS.**

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote on such action at a meeting and filed with the secretary of the corporation as part of the corporation records.

**ARTICLE XI. BOARD OF DIRECTORS.**

The corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by an amendment to the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the directors of this corporation are:

**Melvin A. Fraser  
10620 N.W. 37th Street West  
Coral Springs, Florida 33065**

**Cecelia I. Fraser  
10620 N.W. 37th Street West  
Coral Springs, Florida 33065**

**ARTICLE XII. OFFICERS.**

The officers of the Corporation shall be a President, Vice President, Secretary and Treasurer and such other officer(s) as may be provided by the bylaws together with the duties and obligations thereof.

The names and addresses of the person(s) who are to serve until their successors are elected and have qualified pursuant to the bylaws of the Corporation are as follows:



IN WITNESS WHEREOF, I have hereunto set my hand and seal at Boca Raton in the said County and State this 24<sup>th</sup> day of July, 2000.

*[Handwritten Signature]*  
\_\_\_\_\_  
Notary Public

My Commission expires:

(Seal) NOTARY PUBLIC - STATE OF FLORIDA  
RICHARD STEPHEN OTTEWELL  
COMMISSION # CCT34070  
EXPIRES 6/20/2002  
BONDED THRU ASA 1-888-NOTARY1

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on in the State of Florida this 24<sup>th</sup> day of July, 2000.

*[Handwritten Signature]*  
\_\_\_\_\_  
Cecelia I. Fraser,  
Vice President/Secretary

WITNESSES:

*[Handwritten Signature]*  
\_\_\_\_\_  
MARY GRIMM  
*[Handwritten Signature]*  
\_\_\_\_\_  
Kennedy Charleston  
*[Handwritten Signature]*  
\_\_\_\_\_  
Kennedy Charleston

STATE OF FLORIDA            )  
  )SS  
COUNTY OF PALM BEACH    )

Before me, the undersigned authority, personally appeared **Cecelia I. Fraser**, who is [ one only] personally known to me \_\_\_\_\_ or produced identification  to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

Personally known  
or  
Produced identification

*[Handwritten Signature]*  
\_\_\_\_\_  
FLA Notary LISC

Type of Identification Produced: \_\_\_\_\_

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal at Boca Raton in the said County and State this 14<sup>th</sup> day of July, 2000.

  
\_\_\_\_\_  
Notary Public

NOTARY PUBLIC - STATE OF FLORIDA  
RICHARD STEPHEN OTTEVELL  
COMMISSION # CG734070  
EXPIRES 6/20/2002  
BONDED THRU ASA 1-888-NOTARY1  
(Seal)

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT**  
**REGISTERED OFFICE AND ACCEPTANCE**

PURSUANT TO THE PROVISIONS of FS § 607.0501, 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 **Melcece, Inc.**
2. The name of the registered agent is **R. STEPHEN OTTEVELL, ESQUIRE.**
3. The address of the registered agent and registered office is 5301 North Federal Highway, The Courtyard, Suite 200, Boca Raton, Florida 33487.

**ACCEPTANCE**

Having been named as registered agent and designated to accept service of process

for the above-named 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.

  
\_\_\_\_\_  
**R. STEPHEN OTTEWELL, Registered Agent**

Date: 7/24/2000

**FILED**  
00 JUL 25 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA