

Division of Corporations

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DIVISION OF CORPORATIONS

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Florida Department of State  
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Fax Number : (850) 205-0381

From:  
Account Name : RICHARD G. COKER, JR., P.A.  
Account Number : I20010000145  
Phone : (954) 761-3636  
Fax Number : (954) 761-1818

**FLORIDA PROFIT CORPORATION OR P.A.**

**Shiff Construction & Development, Inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
SHIFF CONSTRUCTION & DEVELOPMENT, INC.

ARTICLE I. NAME: The name of this corporation is SHIFF CONSTRUCTION & DEVELOPMENT, INC..

ARTICLE II. DURATION: This corporation shall have perpetual existence.

ARTICLE III. PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK: This corporation is authorized to issue one hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V. PREEMPTIVE RIGHTS: 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 price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this corporation is 1404 South Andrews Avenue, Fort Lauderdale, Florida 33316 and the name of the initial registered agent of this corporation at that location is Rod A. Feiner.

ARTICLE VII. INITIAL BOARD OF DIRECTORS: This corporation shall have one (3) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Justen D. Shiff  
President/Director

1103 E. Los Olas Blvd.  
Fort Lauderdale, Florida 33301

Rod A. Feiner, Esquire  
Florida Bar No. 0039853  
Coker & Feiner  
1404 South Andrews Avenue  
Fort Lauderdale, FL 33316  
Telephone: (954) 761-3636

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Michael A. Shiff  
Vice President/Director

1103 E. Los Olas Blvd  
Fort Lauderdale, Florida 33301

Justen D. Shiff  
Secretary/Director

1103 E. Los Olas Blvd.  
Fort Lauderdale, Florida 33301

Melissa M. Shiff  
Treasurer/Director

1103 E. Los Olas Blvd  
Fort Lauderdale, Florida 33301

ARTICLE VIII. INCORPORATOR: The name and address of the person signing these Articles is:

Justen D. Shiff

1103 E. Los Olas Blvd  
Fort Lauderdale, Florida 33301

ARTICLE IX. INDEMNIFICATION: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENT: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

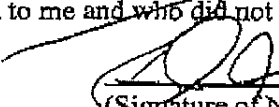
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of May, 2005.

  
\_\_\_\_\_  
Justen D. Shiff, Subscriber

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 24 day of May, 2005, by Justen D. Shiff, who is personally known to me and who did not take an oath.

  
\_\_\_\_\_  
(Signature of Notary Public)



\_\_\_\_\_  
(Print, Type or Stamp Name of Notary Public/Notary Commission No.)

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STATE OF FLORIDA  
DEPARTMENT OF STATE

Certificate Designating Place of Business or  
Domicile for the Service of Process Within This State,  
Naming Agent Upon Whom Process May Be Served  
and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

*SHIFF CONSTRUCTION & DEVELOPMENT, INC.*, a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 1103 E. Los Olas Blvd, in the City of Fort Lauderdale, County of Broward, State of Florida, has named Rod A. Feiner, located at 1404 South Andrews Avenue, in the City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this state.

OFFICERS:

<u>NAME/TITLE</u>	<u>SPECIFIC ADDRESS</u>
Justen D. Shiff President/Director	1103 E. Los Olas Blvd. Fort Lauderdale, Florida 33301
Michael A. Shiff Vice President/Director	1103 E. Los Olas Blvd Fort Lauderdale, Florida 33301
Justen D. Shiff Secretary/Director	1103 E. Los Olas Blvd. Fort Lauderdale, Florida 33301
Melissa M. Shiff Treasurer/Director	1103 E. Los Olas Blvd Fort Lauderdale, Florida 33301

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<u>DIRECTORS</u>	<u>SPECIFIC ADDRESS</u>
Justen D. Shiff President/Director	1103 E. Los Olas Blvd. Fort Lauderdale, Florida 33301

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Michael A. Shiff  
Vice President/Director


1103 E. Los Olas Blvd  
Fort Lauderdale, Florida 33301

Justen D. Shiff  
Secretary/Director

1103 E. Los Olas Blvd.  
Fort Lauderdale, Florida 33301

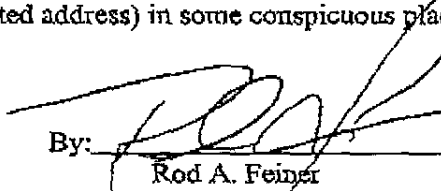
Melissa M. Shiff  
Treasurer/Director

1103 E. Los Olas Blvd  
Fort Lauderdale, Florida 33301

By:   
Justen D. Shiff  
(corporate director)

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during the prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

By:   
Rod A. Feiner  
(Resident Agent)

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