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FLORIDA DEPARTMENT OF STATE Division of Corporations

March 27, 2007

ROBERT MARC SCHWARTZ, P.A. 4700 NW BOCA RATON BLVD SUITE 104 BOCA RATON, FL 33431-4860

SUBJECT: J.M.S. CORPORATION Ref. Number: W07000015072

We have received your document for J.M.S. CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6955.

Suzanne Hawkes Document Specialist New Filing Section

Letter Number: 007A00020841

ROBERT MARC SCHWARTZ, P. A.

Attorney at Law

ROBERT M. SCHWARTZ, Esquire

FL BAR BOARD CERTIFIED REAL ESTATE LAWYER CHRISTINE BINKS PROCTER, Paralegal CBinks@BellSouth.net

Telephone: 561-241-1850

Facsimile: 561-241-1845

BobSchwartz@BellSouth.net
Of counsel: Weiner & Aronson, P.A.

March 20, 2007

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314 850-245-6052

RE: J.M.S. CORPORATION

Ladies and Gentlemen:

Please file the enclosed Articles of Incorporation for **J.M.S. CORPORATION** and forward us the original filed document. My check in the amount of \$78.75 representing the \$35.00 filing fee, \$35.00 for the Resident Agent Designation fee, and \$8.75 for a certified copy.

A copy of the Articles of Incorporation and a stamped, addressed envelope is provided for your convenience in returning the certified copy to my office.

Should you have any questions regarding the above, or the enclosed, please feel free to give me a call. With best regards, I am

Very truly yours

Robert M. Schwartz

RMS/cjb

Enclosure as noted.

cc: Mr. Jason M. Solodkin

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ROBERT MARC SCHWARTZ, P. A.

Attorney at Law

ROBERT M. SCHWARTZ, Esquire

FL BAR BOARD CERTIFIED REAL ESTATE LAWYER CHRISTINE BINKS PROCTER, Paralegal CBinks@BellSouth.net

Telephone: 561-241-1850

<u>Facsimile: 561-241-1845</u>

<u>BobSchwartz@BellSouth.net</u>

Of counsel: Weiner & Aronson, P.A.

April 3, 2007

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314 850-245-6052

RE: SOLODKIN CORPORATION

Ladies and Gentlemen:

Please file the enclosed Articles of Incorporation for **SOLODKIN CORPORATION** and forward us the original filed document.

You are in possession of my check in the amount of \$78.75 representing the \$35.00 filing fee, \$35.00 for the Resident Agent Designation fee, and \$8.75 for a certified copy. A copy of your letter confirming same is enclosed.

A copy of the Articles of Incorporation and a stamped, addressed envelope is provided for your convenience in returning the certified copy to my office.

Should you have any questions regarding the above, or the enclosed, please feel free to give me a call. With best regards, I am

Very truly yours,

Robert M. Schwartz

RMS/cjb

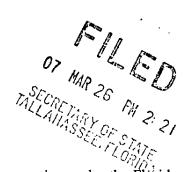
Enclosure as noted.

cc: Mr. Jason M. Solodkin

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ARTICLES OF INCORPORATION OF

SOLODKIN CORPORATION



THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME AND CORPORATE ADDRESS

The name and address of this Corporation are:

SOLODKIN CORPORATION

4700 NW Boca Raton Boulevard, Suite 101 Boca Raton, FL 33431-4860

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

The purpose or purposes for which this Corporation is formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - STOCK

The aggregate number of shares that this Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share. Fully-paid stock of this Corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the Corporation that have been issued shall be the

Prepared by: Robert M. Schwartz, Esquire Robert Marc Schwartz, P.A. 4700 NW Boca Raton Boulevard, Suite 104 Boca Raton, FL 33431-4860 561-241-1850

FL Bar No: 0143963

Page 1 of 4

stated capital of the Corporation at any particular time, to the extent of the par value of such shares, and the excess, if any, of consideration received for such shares shall constitute capital surplus.

ARTICLE V - AMENDMENT

The Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a shareholder's meeting called for that purpose.

ARTICLE VI - SHAREHOLDER RIGHTS

Shareholders of the Corporation shall have pre-emptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Pre-emptive rights shall also apply to the reissuance of all redeemed or Otherwise acquired shares, including the reissuance of treasury shares.

ARTICLE VII - INITIAL OFFICE AND AGENT

The name and office address of this Corporation's registered agent in Florida are:

Jason M. Solodkin

4700 NW Boca Raton Boulevard, Suite 101

Boca Raton, FL 33431-4860

ARTICLE VIII - DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is One (1). The name and address of the person who is to serve as Director until the first annual meeting of shareholders, or until his successor is elected and qualified, are:

Name

<u>Address</u>

Jason M. Solodkin

4700 NW Boca Raton Boulevard, Suite 101

Boca Raton, FL 33431-4860

<u>ARTICLE IX - INCORPORATOR</u>

The name and address of the Incorporator are:

Name

<u>Address</u>

Jason M. Solodkin

4700 NW Boca Raton Boulevard, Suite 101

Boca Raton, FL 33431-4860

ARTICLE X - COMMON DIRECTORS TRANSACTIONS BETWEEN CORPORATIONS

No contract or other transaction between this Corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purposes if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Director; or (b) the fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract is fair and reasonable to the Corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes or ratifies such contract or transactions.

ARTICLE XI - BY-LAWS

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of Shareholders at any meeting thereof.

ARTICLE XII - MISCELLANEOUS

Other lawful provisions, if any concerning the stock of this Corporation, or for the

conduct and regulation of the business and affairs of the Corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the Corporation, or of its Directors or Stockholders, or of any class of stockholders: None.

Dated this $3^{1/2}$ day of April, 2007.

Jason M. Solodkin, Incorporator

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Jason M. Solodkin, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes, this _______ day of April, 2007.

Jason M. Solodkin, Registered Agent