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5 JUL 27 AM 10:09
DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032

REFERENCE : 649333 158324A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 122.50

ORDER DATE : July 27, 1995

ORDER TIME : 10:02 AM

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ORDER NO. : 649333

CUSTOMER NO: 158324A

CUSTOMER: Jeffrey B. Homer, Esq
JEFFREY B. HOMER, P.A.

7931 S.w. 45th Street

Fort Lauderdale, FL 33328-3099

DOMESTIC FILING

NAME: UNIVERSAL TRANQUILITY, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

T. BROWN JUL 27 1995

FILED
95 JUL 27 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
UNIVERSAL TRANQUILITY, INC.
A FLORIDA CORPORATION

FILED
95 JUL 27 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE. NAME

The name of the corporation is:

UNIVERSAL TRANQUILITY, INC.

ARTICLE TWO. DURATION

The corporation is to commence its corporate existence on the date of the filing of these Articles of Incorporation with the Secretary of State of the State of Florida and shall exist perpetually thereafter until dissolved according to law.

ARTICLE THREE. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE FOUR. STATED CAPITAL

The corporation is authorized to issue One Hundred (100) shares of common stock, all at one class, at ONE DOLLAR (\$1.00) par value.

Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued

therefor, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE FIVE. BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors.

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one (1) director initially.

The name and street address of the initial director who shall hold office until her successor, who shall be chosen at the first meeting of the stockholders, has qualified shall be:

Name

Address

KATHERINE T. STEIN

9370 Marine Drive
Miami, Florida 33181

ARTICLE SIX. INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a

director, to the full extent now or hereafter permitted by law.

ARTICLE SEVEN. BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any Bylaws adopted by the shareholders if the shareholders provide that the Bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE EIGHT. AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or any special meeting of the stockholders called for that purpose.

ARTICLE NINE. INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
KATHERINE T. STEIN	9370 Marine Drive Miami, Florida 33181

ARTICLE TEN. OFFICERS

The Officers of the corporation shall be a president, vice president, secretary, and treasurer and such other officers as may be provided in the Bylaws.

The names and addresses of the persons who are to serve as officers of the corporation at the time of this filing are:

PRESIDENT	KATHERINE T. STEIN 9370 Marine Drive Miami, Florida 33181
VICE PRESIDENT	KATHERINE T. STEIN 9370 Marine Drive Miami, Florida 33181
SECRETARY	KATHERINE T. STEIN 9370 Marine Drive Miami, Florida 33181
TREASURER	KATHERINE T. STEIN 9370 Marine Drive Miami, Florida 33181

The director of the corporation is the representative named in Article Five.

ARTICLE ELEVEN. DISSOLUTION

In the event of dissolution, the residual assets of corporation will be turned over to the shareholders in proportion to the number of shares held on the date of dissolution.

ARTICLE TWELVE. DESIGNATION OF REGISTERED

AGENT AND REGISTERED OFFICE

Pursuant to the provisions of the Florida Statutes, 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, principal address and mailing address is:

UNIVERSAL TRANQUILITY, INC.
1111 Kane Concourse, Suite 210
Bay Harbor Islands, Florida 33154

2. The name and address of the registered agent and office :
(The mailing address shall be the same as the registered agent address.)

JEFFREY HOMER
7931 S.W. 45th Street
Davie, FL 33328

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT SUCH DUTIES AND OBLIGATIONS.

SIGNATURE *Jeffrey Homer*
(Registered Agent) Jeffrey Homer

DATE: July 26, 1995

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 26th day of July 1995.

Signature of Incorporator

Katherine T. Stein
KATHERINE T. STEIN

STATE OF FLORIDA)
COUNTY OF BROWARD) SS.:

The foregoing instrument was acknowledged before me this 26th day of July 1995 by KATHERINE T. STEIN, who is personally known to me and who has produced a Florida Driver's License as identification, and acknowledged before me that she executed the Articles of Incorporation as the Incorporator.

Deborah S. Frosch
Notary Public, State of Florida,
at Large.

Print Name: DEBORAH S. FROSCH

My Commission Expires:
My Commission Number:

OFFICIAL NOTARY SEAL
DEBORAH S FROSCH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC287419
MY COMMISSION EXP. MAY 18, 1997

STATE OF FLORIDA)
COUNTY OF BROWARD) SS.:

BEFORE ME, a Notary Public, personally appeared JEFFREY HOMER, known to me and known to me to be the person who, as registered agent, executed the foregoing and he acknowledged before me that he executed the foregoing.

Deborah S. Frosch
Notary Public, State of Florida,
at Large.

Print Name: DEBORAH S. FROSCH

My Commission Expires:
My Commission Number:

OFFICIAL NOTARY SEAL
DEBORAH S FROSCH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC287419
MY COMMISSION EXP. MAY 18, 1997



SPA CONTRACTS UNIT, DIV. SPA
Kane Concourse, Suite 210
Day Harbor Island, FL 33154
(305) 864-6010

P95000058097

FLORIDA DEPARTMENT OF STATE
CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL. 32301

AUGUST 10, 1996

REGARDING DOCUMENT NUMBER P95000058097

PLEASE BE ADVISED THE CORPORATION KNOWN AS UNIVERSAL
TRANQUILITY, INC. HAS A NEW MAILING ADDRESS.

THE NEW ADDRESS IS 9370 MARINE DRIVE, MIAMI FL. 33189.

THIS CHANGE TOOK EFFECT JULY 1, 1996, I HOPE PAPER WORK DID NOT
CROSS DURING THE CHANGE.

IF THERE ARE ANY PROBLEMS PLEASE ADVISE ME SO I MAY COMPLY AS
NECESSARY.

SINCERELY,

KATHERINE T. STEIN
PRESIDENT

78-70
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