

P9600002536

Sumata Research
Requestor's Name

Address

City/State/Zip Phone #

FILED
96 JAN -9 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

200001692112
Office Use Only
*****78.75

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. AM Properties, Inc. (Corporation Name) (Document #)
- 2. (Corporation Name) (Document #)
- 3. (Corporation Name) (Document #)
- 4. (Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
96 JAN -9 PM 12:10
DIVISION OF CORPORATION

D. BROWN JAN - 9 1996

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
AM PROPERTIES, INC.**

FILED
95 JAN -9 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

**ARTICLE I
NAME AND ADDRESS OF THE CORPORATION**

The name of the Corporation shall be AM PROPERTIES, INC. (the "Corporation"). The initial address of the Corporation shall be 4665 Ponce de Leon Boulevard, Coral Gables, Florida 33146.

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business and activities to be transacted and carried on by the Corporation is all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

The general purposes specified in the foregoing clause of this Article, unless expressly limited, shall not be limited nor restricted by reference to, or inference from, any provisions in this or any other article of these Articles of Incorporation, shall be regarded as independent purposes and shall be construed as well as purposes.

**ARTICLE III
STOCK**

The authorized capital stock of the Corporation shall consist of 10,000 shares of common stock with a par value of \$1 per share.

**ARTICLE IV
INCORPORATOR**

The name and street address of the incorporator of the Corporation is as follows:

Victor M. Alvarez
White & Case
First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

RECEIVED
95 JAN -9 PM 12:10
DEPARTMENT OF CORPORATION

**ARTICLE V
TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE VI
ADDRESS OF REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation in the State of Florida shall be White & Case, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131. The name of the initial registered agent of the Corporation at the above address shall be Victor M. Alvarez.

**ARTICLE VII
NUMBER OF DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws, and until such time as the By-Laws have been adopted, the Board of Directors shall consist of two (2) persons.

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

The names and street addresses of the members of the initial Board of Directors of the Corporation, who shall hold office until the First Annual Meeting of Shareholders, and thereafter until their successors are elected and have qualified, are as follows:

Alfred G. Smith
4665 Ponce de Leon Boulevard
Coral Gables, Florida 33146

Marshall D. Smith
4665 Ponce de Leon Boulevard
Coral Gables, Florida 33146

**ARTICLE IX
BY-LAWS**

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the Shareholders or Directors in any manner permitted by the By-Laws.

**ARTICLE X
FINANCIAL INFORMATION**

The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year

hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

**ARTICLE XI
AMENDMENT**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

**ARTICLE XII
COMMENCEMENT OF CORPORATE EXISTENCE**

The existence of the Corporation shall, in accordance with Florida law, commence on the date these Articles of Incorporation are filed.

IN WITNESS WHEREOF, the above-named incorporator signed these Articles of Incorporation this 8th day of January, 1996.

By: _____


Victor M. Alvarez
Incorporator


**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

FILED
96 JAN -9 PM 1:27


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

AM Properties, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated White & Case, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida, 33131, as its initial Registered Office and has named Victor M. Alvarez located at said address as its initial Registered Agent.

By: 
Victor M. Alvarez
Incorporator

Having been named Registered Agent for the above-stated corporation, at the designated Registered Office, the undersigned hereby acknowledges that he is familiar with the obligations of such position and accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.

By: 
Victor M. Alvarez
Registered Agent