

368180

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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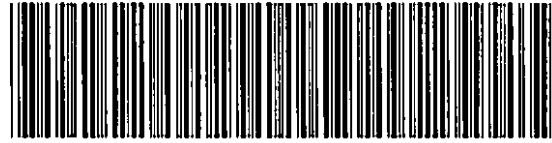
(Business Entity Name)

(Document Number)

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HEMO CARIBBEAN, INC.

FILED IN OFFICE OF SECRETARY
OF STATE - STATE OF FLORIDA
By AN on 8/11/70

TOM ADAMS
SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

OF

HEMO CARIBBEAN, INC.

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this Corporation shall be:

HEMO CARIBBEAN, INC. ✓

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property, both improved and unimproved, and personal property of whatsoever kind or nature, as owner, agent, factor or broker; ✓

FILED
MAY 11 8 03 AM '10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. To build, construct and alter houses, buildings and structures of whatsoever nature or kind; to develop real property generally; to lend money upon real and personal property; to take mortgages and bonds, and assignments of mortgages and bonds upon real and personal property, of whatsoever kind or nature; and to borrow money thereon by mortgage or otherwise;

C. To buy, sell and deal in bonds and loans secured by mortgages or other liens on real property or personal property of all kinds and description;

D. To purchase, manufacture, acquire, hold, own, mortgage, hypothecate, pledge, lease, sell, assign, transfer, invest in, trade in, deal in, borrow and lend money upon goods, wares, merchandise and real and personal property of every kind and description;

E. To act as agent, broker, or attorney-in-fact for any persons, firms or corporations in buying, selling and dealing in real or personal property of whatsoever nature or kind, and any and every estate and interest therein, and choses in action secured thereby, judgments resulting therefrom, and other personal property collateral thereto; in making or obtaining loans upon such property, in supervising, managing, and protecting such property and loans and all interest in and claims affecting the same; in effecting insurance against fire and all other risks thereon; and in managing and conducting any legal actions, proceedings, and business relating to any of the purposes herein mentioned or referred to;

F. To subscribe for, purchase, invest in, hold, own, assign, pledge and otherwise dispose of shares of capital stock, bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidences of indebtedness of any persons, firms, associations or other corporations, whether domestic or foreign; and to exercise in respect of any such shares of stocks, bonds and other securities, any and all rights, powers and privileges of individual ownership, including the right to vote thereon, to

issue bonds and other obligations; and to secure the same by pledging or mortgaging the whole or any part of the property of the Company; and to sell such bonds and other obligations for proper corporate purposes; and to do any and all acts and things tending to increase the value of the property at any time held by the Company;

G. To acquire, hold, undertake, and fully exploit the good will, property, rights, franchises, assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly or partly; and to pay for the same in cash, stocks or bonds of the Company or otherwise;

H. To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs and without limit as to amount; to incur debt and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise;

I. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other rights or interest therein and thereunder;

J. To conduct business and operations; and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in any and all foreign countries;

K. To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner,

agent, broker or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes, evidencing shares of or interest in common law trusts, trusts and trust estates or associations, certificates of trust or beneficial interests in trusts, mortgages, contracts and other instruments, securities and rights; to investigate and report with respect to; and to undertake, carry on, aid, assist or participate in the organization, liquidation, or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, firms, associations and corporations; to institute, participate in or promote commercial, mercantile, financial and industrial enterprises and operations;

L. To engage in and carry on any advertising business in connection with property of any nature, owned, leased or otherwise acquired by this Corporation, as principal or agent, with powers to let contracts for any such advertising; and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of this Corporation;

M. To do any and all things, and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Incorporation or any amendment thereto necessary and incidental to the protection and benefit of the Corporation; and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the Corporation, whether or not such business is similar in nature to the objects set forth herein; it being understood that the enumeration of specific powers in this Certificate of Incorporation shall not be deemed to be exclusive, but the Corporation shall have all of the lawful rights, powers and privileges now or hereafter conferred by the statutes of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 1,000,000 shares at \$.01 par value

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

The amount of capital with which this Corporation shall commence business shall be not less than \$500.00.

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of said Corporation shall be at Suite 1405 Northeast Airlines Building, 150 S. E. 2nd Avenue, Miami, Florida 33131 with the privilege of having its office and branch offices at other places within or without the State of Florida.

ARTICLE VII

The number of Directors of this Corporation shall be not less than three nor more than seven.

ARTICLE VIII

The Corporation shall be managed by a Board of Directors unless the stockholders shall by a majority vote hereafter determine that the Corporation shall be managed by the stockholders. If the Corporation is managed by Directors, the exact number of Directors shall be determined by the stockholders from time to time, but at no time shall there be less than three Directors.

ARTICLE IX

The names and street addresses of the first Board of Directors of this Corporation, who shall hold office for the first year or until their

successors are elected shall be:

NAMES:

ADDRESSES:

Joseph B. Gorinstein

1405 Northeast Airlines Building
Miami, Florida 33131

Beverly F. Gorinstein

1405 Northeast Airlines Building
Miami, Florida 33131

Rosalyn Manes

1405 Northeast Airlines Building
Miami, Florida 33131

ARTICLE X

Insofar as the same shall be applicable, the provisions of Chapter 608, Florida Statutes, Part II, shall extend to this Corporation

ARTICLE XI

The names and postoffice addresses of the Subscribers, and the number of shares of stock which each agrees to take, are:

<u>NAMES</u>	<u>ADDRESSES</u>	<u>SHARES</u>
Joseph B. Gorinstein	1405 Northeast Airlines Building Miami, Florida 33131	1
Beverly F. Gorinstein	1405 Northeast Airlines Building Miami, Florida 33131	1
Rosalyn Manes	1405 Northeast Airlines Building Miami, Florida 33131	1

Each Stockholder agrees to pay not less than \$166.67 for said shares of stock.

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE XII

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be

a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XIII

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute.

The Directors of this Corporation shall have the power to make or amend the By-Laws, and to fix any amount to be reserved for working capital.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The Corporation shall have a first lien on the shares of its members, and upon the dividends due them for any indebtedness of such members of the Corporation.

IN WITNESS WHEREOF, we, the undersigned, being each of the original Subscribers to the capital stock hereinabove named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares hereinabove set

forth, and hereunto set our hands and seals, this 7th day of

August, 19 70.

Joseph B. Gorinstein (SEAL)
JOSEPH B. GORINSTEIN

Beverly F. Gorinstein (SEAL)
BEVERLY F. GORINSTEIN

Rosalyn Manes (SEAL)
ROSALYN MANES

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
JOSEPH B. GORINSTEIN, BEVERLY F. GORINSTEIN and ROSALYN MANES

to me well known and known to me to be the individuals described in, and
who executed the foregoing Certificate of Incorporation, and they acknowl-
edged before me that they executed the same for the purposes therein ex-
pressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and offi-
cial seal at Miami, Dade County, Florida, this 7th day of August
1970.

My commission expires:

Shirley Blawie
Notary Public, State of Florida, at Large

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
BY COMMISSIONER APPOINTED JULY 7, 1972
BONDED THROUGH FRED W. DIETELHOESE

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2010-01-01 to 2010-01-01

2011

CORPORATE PRIVILEGE TAX RETURN FOR FOREIGN AND DOMESTIC CORPORATIONS

State of Florida
DEPARTMENT OF REVENUE Refer to This Number
Tallahassee, Florida in All Correspondence

Taxable Period
7-1-71 through 12-31-71
Delinquency if filed after
11-1-71

59-1353249 INC
2122 Bay Avenue
Miami Beach, Fla. 33139

23-08-C-36-150 1971
08/11/70

648555 59-1353249

370

1. Semo Caribbean Inc. 2. 59-1353249
(Give exact name of corporation) Employer ID #
3. 2122 Bay Avenue Miami Beach Dade Fla. 33139
(Street Address of Home Office) (City) (County) (State) (Zip)

b. _____
(Mailing Address if other than Home Office)

4. Joseph B. Corinstitute Pres. Miami Beach, Fla.
(Officers Name) (Title) (Street Address)

b. William Mahoney V. Pres. Sarasota, Fla.

c. Bernard Langberg Secy/Treas Miami, Fla.

5. a. Joseph B. Corinstitute Miami Beach, Fla.
(Director, Trustee or Manager) (Street Address)

b. William Mahoney Sarasota, Fla.

c. Bernard Langberg Miami, Fla.

6. _____
(Resident Agent Name) (Street Address)

7. Last meeting of Directors 1-18-71 S. Corporation Active? yes 9. Inactivity began _____
(Month - Day - Year) (Yes or No) (Month - Day - Year)

General Nature If foreign corporation.

10. of Business Sales Agency Incorporated 8-11-70 12. Date Qualified in Fla. _____
(Month - Day - Year) (Month - Day - Year)

13. Capital Stock:

Class or Type	Par or Stated Value	Shares Authorized	Number	Shares Issued	Book Value
(a) <u>Common</u>	<u>.01</u>	<u>1,000,000</u>	<u>50,000</u>	<u>500.00</u>	
(b) _____					
(c) _____					
(d) _____					
(e) Total Book Value of Stock Issued					<u>\$ 500.00</u>

14. If you do not have capital stock, describe the general rules applicable to all members by which the property rights and interests of each are determined _____

15. Close of annual accounting period for this return June 30 1971. (See General Instructions)

16. I/we declare that all Florida documentary stamp taxes applicable to corporate stock transactions for the 12 month period ending June 30, 1971 have been paid as required under Chapter 201, Florida Statutes, and I/we further declare that this return is true and correct.

(Corporate Seal)

Attest: Bernard Langberg
Secretary or
Assistant Secretary

(Corporation Name)

By: Joseph B. Corinstitute
President or Vice President

Send Original Copies (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA
Send Department of State Copy to The Department of State, Tallahassee, Florida

REMOVE PERFORATED EDGES FROM BOTH SIDES AND READ INSTRUCTIONS ON BACK OF PAGE 1 OF ORIGINAL

REMOVE PERFORATED EDGES FROM BOTH SIDES AND READ INSTRUCTIONS ON BACK OF PAGE 1 OF ORIGINAL

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number
in All Correspondence

This return is due
on July 1

C-308180

1971

SEP-5-71 00539 JN 3 681005-CK- 1833

1. <u>H. H. Corporation Inc.</u> (Give exact name of corporation)		2. <u>State of Florida</u> (General nature of business)	
3. <u>2122 Bay Ave</u> (Street or Post Office Box of principal place of business)		<u>Miami</u> (City)	<u>Florida</u> (State)
4. a. <u>Joseph B. Goringham</u> (Officer's Name)		<u>Pres</u> (Title)	<u>Miami</u> (Address)
b. <u>William Blaney</u>		<u>Secy</u>	<u>Miami</u>
c. <u>William L. Goringham</u>		<u>Secy</u>	<u>Miami</u>
d. _____			
5. a. <u>Joseph B. Goringham</u> (Directors - Name) (Law requires at least six directors)		<u>Miami</u> (Address)	
b. <u>William Blaney</u>		<u>Miami</u>	
c. <u>William L. Goringham</u>		<u>Miami</u>	
d. _____			
6. _____ (Resident Agent Name)		_____ (Address)	
7. Last meeting of Directors <u>1-15-71</u> (Month - Day - Year)	8. Corporation Active <u>Yes</u> (Yes or No)	9. If inactive, inactivity began <u>8-11-70</u> (Month - Day - Year)	
10. If inactive, will corporation begin business in the future? <u>No</u> (Yes or No)	11. Date incorporated <u>8-11-70</u> (Month - Day - Year)	12. Date qualified in Fla. _____ (Month - Day - Year)	
13. Total Authorized Capital Stock: <u>1000 000</u> \$ _____ \$ _____ \$		14. Outstanding Capital Stock: (issued) (a) <u>500 000</u> \$ (b) _____ \$ (c) _____ \$ (d) Total (a) + (b) + (c) <u>500 000</u> \$	
15. Amount of tax Due <u>18 121</u> \$		19. If foreign corporation, give amount of capital employed in Florida. \$ _____	
16. Less Credit _____ Memo if any \$ _____		20. If foreign corporation, give the number of States in which you do business. _____	
17. Penalty and Interest (see instructions) \$ _____			
18. Amount of tax remitted with this return <u>18 121</u> \$			
21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.			
By President or Vice-President <u>Joseph B. Goringham</u>		Attest: <u>William L. Goringham</u> Secretary	
STATE OF <u>Florida</u> COUNTY OF <u>Dade</u>			
Personally appeared before me _____ who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.			
Sworn to and subscribed before me this <u>28</u> day of <u>Feb</u> 19 <u>71</u> .			
(Notary Seal) _____ Signature of Notary to the acknowledgment			

FORM DR-107

Send Original (with Remittance) to the DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA

Send First copy to The Department of State, Tallahassee, Florida

ORIGINAL

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

THIS RETURN IS REQUIRED TO BE FILED WITH THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA, BY THE CORPORATION, LATEST FEB. 15, 1971.

RICHARD (DICK) STONE
Secretary of State

STATE OF FLORIDA

15-1577

BLK. RT.
U.S. POSTAGE
PAID
TALLAHASSEE, FLA.
PERMIT #88

THE CAPITOL
TALLAHASSEE, FLA. 32304

DEPARTMENT OF STATE

PRIVILEGE TAX RETURN

FOR CORPORATIONS & OTHER ENTITIES

JAN 31 11 16 AM 1972

ADDRESS CORRECTION REQUESTED

JAN 26 1972 142100 *****5.00

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

DATE DUE JAN. 1, 1972

DATE DELINQUENT MAR. 1, 1972

PLEASE TYPE

368.180

2308

Change Mailing Address to:

Zip

(Exact Corporate Name)

Fed. Emp. I.D. No.

1. Hemo Caribbean Inc.

2. 59-1353249

(Street Address of Principal Office in Fla.)

(City)

(County)

(State)

(Zip)

3. P.O. Box 2542 Ocean View Branch Miami Beach

Dade

FL

33140

(Officer Name)

(Title)

(Street Address)

(City)

4. (a) Joseph B. Gorinstein

Pres

Miami Beach

(b) William F. Mahoney

Vice-Pres

Sarasota

(c) Bernard Langberg

Seny/Treas

N. Miami Beach

(d)

(Directors, Trustees, Managers)

(Street Address)

(City)

5. (a)

(b)

(c)

(d)

Same as Officers

(Nearest Agent Name)

(Street Address)

(City)

6.

7. General Nature of Business Sales

8. Date Formed or Incorporated 8/11/70

9. If Foreign Corporation, Date Qualified in Florida

10. Capital Stock (or number and book value of all certificates of interest or participation):

Class or Type

Par or Stated Value

Shares Authorized

Number

Book Value

(a)

Common

.01

1,000,000

50,000

\$ 500.00

(b)

(c)

(d)

(e)

Total Book Value of Stock (Certificates) Issued

\$ 500.00

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined

12. Close of annual accounting period for this return 6/30/71

13. I/We declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31 have been paid as required under Chapter 201, Florida Statutes, and I/We further declare that this return is true and correct

(Corporate Seal)

Attest:

Secretary or Assistant Secretary

(Corporate Name)

By:

President or Vice-President

Return Original (with Tax Payment) to DEPARTMENT OF STATE
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

READ INSTRUCTIONS ON BACK

PRIVILEGE TAX

PROFIT ENTITIES \$5.00
NON-PROFIT ENTITIES \$2.00

READ INSTRUCTIONS ON BACK

PROFIT ENTITIES \$5.00
NON-PROFIT ENTITIES \$2.00
PRIVILEGE TAX

RICHARD (DICK) STONE
SECRETARY OF STATE
The Capitol
Tallahassee, Florida 32304

State of Florida
Department of State
ANNUAL REPORT
for Corporations and Other Entities

BLK. RT.
U.S. POSTAGE
PAID
MIAMI, FLA.
PERMIT NO. 818

ADDRESS CORRECTION
REQUESTED

DATE DUE: JAN. 1, 1973

DATE DELINQUENT: MAR. 1, 1973

Please refer to this number for future correspondence
regarding this corporation

NA 368180-23-08 08/11/70

541242

Hemo Caribbean Inc
P.O. Box 2542 Ocean View Branch
Miami Beach, Fla. 33140

HAR -6-73 1 521*****5.00

PLEASE TYPE

1. Hemo Caribbean Inc
(Exact Corporate Name)

Fed. Emp. I.D. No.

3. P.O. Box 2542 Ocean View Branch Miami Beach Dade Fla. 33140
(Street Address of Principal Office in Fla.) (City) (County) (State) (Zip)

(Officers' Names)	(Title)	(Street Address)	(City)	(State)
(a) <u>Joseph B. Gorinstein</u>	<u>President</u>	<u>Miami Beach</u>	<u>Miami Beach</u>	<u>Fla.</u>
(b) <u>William F. Mahoney</u>	<u>Vice Pres.</u>	<u>Sarasota</u>	<u>Sarasota</u>	<u>Fla.</u>
(c) <u>Bernard Langberg</u>	<u>Secy/Treas.</u>	<u>No. Miami Beach</u>	<u>Miami Beach</u>	<u>Fla.</u>
(d)				

(Directors, Trustees, Managers)	(Street Address)	(City)	(State)
(a) <u>Same as Officers</u>			
(b)			
(c)			
(d)			

6. Joseph B. Gorinstein 2122 Biscayne Blvd. Miami Beach 33139
(Officer Resident Agent Name) (Street Address) (City) (State) (Zip)

7. General Nature of Business 5963 8. Date Formed or Incorporated 8/11/70 9. If Foreign Corporation, Date Qualified in Florida 1/1/71
See page 2 MO DA YR MO DA YR

10. Capital Stock (or number and book value of all certificates of interest or participation). SHARES ISSUED

Class or Type	Par or Stated Value	Shares Authorized	Number	Book Value
(a) <u>Common</u>	<u>\$1.00</u>	<u>50,000</u>	<u>50,000</u>	<u>\$ 500.00</u>
(b)				
(c)				

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined:

12. Fiscal close of accounting period 6-30
MO/DA/YR

13. I/WE declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31, 1972 have been paid as required under Chapter 201, Florida Statutes, and I/WE further declare that this report is true and correct.

Attest: Bernard Langberg Secretary or Assistant Secretary
By: Joseph B. Gorinstein President or Officer in Charge

Return Original (with Filing Fee) to DEPARTMENT OF STATE
DRAWER 18
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

READ INSTRUCTIONS ON BACK

FILING FEE PER NON-PROFIT ENTITY \$2.00
PER PROFIT ENTITY \$5.00

No. 3- 68180

MEMO CARIBBEAN, INC.

Capital Stock, \$ 1,000,000 sh @ 1¢ ✓

Principal Office Miami

Filed Aug. 11, 1970

Filed By

pd

DISSOLVED INVOLUNTARILY

pursuant to Chapter 607.271(2)(a), F.S.

09/03/76

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