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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)541-3694
Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

BAY ROAD CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	08 4
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

BAY ROAD CORPORATION

ARTICLE I - NAME

The name of the corporation is: BAY ROAD CORPORATION

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

A. To engage generally in the business of buying, selling, owning, leasing, marketing and managing real property of all types and kinds wherever situate.

B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other government, and while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.

C. To purchase, manufacture or otherwise acquire and to own, mortgage, sell, pledge, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, any services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, cooperative association, state fair or exposition.

D. No recitation or declaration of special purposes or powers herein enumeration shall be deemed to be exclusive, but all lawful powers now or which may hereafter be conferred to a corporation for profit under the laws of the State of Florida are hereby included.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred shares of common stock having a par value of One Dollar (\$1.00) per share.

Louis L. LaFontaine, Jr.
3121 Commodore Plaza, Suite 301
Miami, FL 33133
Florida Bar No. 044851
(305) 444-3121

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ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of this corporation is:

3121 Commodore Plaza
Suite 301
Miami FL 33133

and the name and address of the initial registered agent of this corporation is:

Louis L. LaFontisee, Jr.
3121 Commodore Plaza
Suite 301
Miami FL 33133

**ARTICLE VI - MANAGEMENT OF THE
CORPORATION BY BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation shall be managed by the Board of Directors consisting of not less than two and not more than five directors elected by a majority vote of the shareholders. Each director must be over eighteen (18) years of age.

ARTICLE VII - BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

ARTICLE VIII - SUBSCRIBERS

The name and address of the person signing these Articles is:

Louis L. LaFontisee, Jr.
3121 Commodore Plaza
Suite 301
Miami FL 33133

IN WITNESS WHEREOF, the subscriber to these Articles of Incorporation has hereunto set his hand and seal this 4 day of January, 2000.


Louis L. LaFontisee, Jr.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with
said Act:

FIRST: BAY ROAD CORPORATION, desiring to organize under the laws of the State of
Florida, with its principal office as indicated in the Articles of Incorporation in the City of Miami,
Florida, has named:

LOUIS L. LaFONTISEE, JR.

as its agent to accept service of process within this state.

ACKNOWLEDGMENT: Having been named to accept service of process for the above-
stated corporation at the place designated in this certificate, I hereby accept to act in this capacity,
and agree with the provisions of said Act relative to keeping open said office.



Louis L. LaFontisee, Jr.

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