

7000000002683

Florida Department of State

Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H00000000972 0)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN 10 PM 12:53

**FLORIDA PROFIT CORPORATION OR P.A.  
SONS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

B. McKnight JAN 10 2000



## FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 7, 2000

EMPIRE

SUBJECT: SONS, INC.  
REF: W00000000581

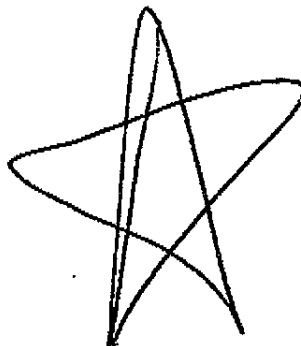
We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan  
Document SpecialistFAX Aud. #: H00000000972  
Letter Number: 800A00000937

H000000000972  
ARTICLES OF INCORPORATION  
OF  
SONS, INC. OF MIAMI

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN 10 PM 12:53

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is Sons, Inc. of Miami.

ARTICLE II - DURATION

This Corporation is to commence its corporate existence on the date of filing and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in any and all lawful business.

ARTICLE IV - STOCK

The aggregate number of shares that this Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of capital stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - BOARD OF DIRECTORS

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

The Corporation shall have six (6) directors initially. The number of directors may thereafter be increased or decreased from time to time and in accordance with the By-Laws of the Corporation, but shall never be less than one (1).

The name and street address of the initial directors shall be:

NAME

Lynne V. Olvey

ADDRESS

2311 S. Miami Avenue  
Miami, Florida 33129

This document prepared by:  
Edward R. Nicklaus, Esq.  
Nicklaus & Wicks, P.A.  
2511 Ponce de Leon Blvd. #300  
Coral Gables, Florida 33134

H000000000972

400000000972  
Edward R. Nicklaus

261 Costanera Road  
Coral Gables, Florida 33143

Maria L. Nicklaus

261 Costanera Road  
Coral Gables, Florida 33143

Stephen E. Olvey

2311 S. Miami Avenue  
Miami, Florida 33129

Lilly Saenz

2301 S. Miami Avenue  
Miami, Florida 33129

Mark Seiden, Esq.

777 Brickell Avenue, Suite 100  
Miami, Florida 33131

#### ARTICLE VI - INDEMNIFICATION

The Corporation shall indemnify any person or former officer or director, or person exercising powers and duties of a director to the full extent now and hereafter permitted by law.

#### ARTICLE VII - INCORPORATOR

The name and address of the incorporator of these article is:

##### NAME

##### ADDRESS

Edward R. Nicklaus, Esq.

Nicklaus & Wicks, P.A.  
2511 Ponce de Leon Boulevard  
Suite 300  
Coral Gables, Florida 33134

#### ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address and principal and registered office of the corporation is: 777 Brickell Avenue, Suite 100, Miami, Florida 33131. The name of the initial registered agent at that address is: Mark Seiden.

#### ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended, altered, or appealed at any time, and from time to time, in the manner here now or hereafter prescribed by the applicable Florida Statutes, as amended from time to time, and all rights conferred on a shareholder herein are granted subject to this reservation.

400000000972

400000000972

**ARTICLE X - PRINCIPAL OFFICE OF MAILING ADDRESS**

The initial street address of the principal office and the mailing address of this corporation is 2311 S. Miami Avenue, Miami, Florida 33129. The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE XI - RESTRICTION ON TRANSFER OF STOCK**

The shareholders may, by law, provision or by shareholders' agreement recorded in the minute book of this corporation, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

IN WITNESS WHEREOF, the Incorporator has executed these Articles this 10<sup>TH</sup> day of JANUARY, 2000.



EDWARD R. NICKLAUS (INCORPORATOR)

400000000972

H00000000972

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA  
IN NAMING THE REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and Chapter 607, of the Florida Statutes, the following is submitted:

That Sons, Inc. of Miami, designed and organized in the State of Florida, with its principal place of business in Miami, Florida, has named Mark L. Seiden, Esq., at 777 Brickell Avenue, Suite 100, Miami, Florida as its Registered Agent to accept the service of process within the State of Florida.

  
 MARK SEIDEN (Director)

  
 LYNNE V. OLVEY (Director)

  
 MARIA L. NICKLAUS (Director)

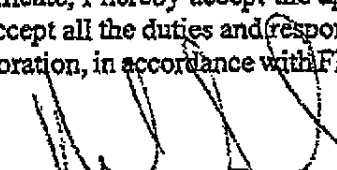
  
 EDWARD R. NICKLAUS (Director)

  
 LILLY SABNZ (Director)

  
 STEPHEN E. OLVEY (Director)

**REGISTERED AGENT'S ACCEPTANCE**

Having been named as Registered Agent to accept the service of process for Sons, Inc., at the registered office designated in this Certificate, I hereby accept the appointment as Registered Agent, and being familiar with the same, I accept all the duties and responsibilities of a Registered Agent for Sons, Inc. of Miami, a Florida corporation, in accordance with Florida Statute § 607.0501.

  
 MARK SEIDEN, Registered Agent  
 777 Brickell Avenue, Suite 100  
 Miami, Florida 33131

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 00 JAN 10 PM 12:53

H000000009