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Sunstate Research

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

1. The Chelsea Holding Corporation

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

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3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certificate of Status

NEW FILINGS



Profit



Not for Profit



Limited Liability



Domestication



Other

AMENDMENTS



Amendment



Resignation of R.A., Officer/Director



Change of Registered Agent



Dissolution/Withdrawal



Merger

OTHER FILINGS



Annual Report



Fictitious Name

REGISTRATION/QUALIFICATION



Foreign



Limited Partnership



Reinstatement



Trademark



Other

00 JAN 19 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

00 JAN 19 AM 10:35
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

Examiner's Initials

ARTICLES OF INCORPORATION
OF
THE CHELSEA HOLDING CORPORATION

ARTICLE I - NAME

The name of this Corporation is THE CHELSEA HOLDING CORPORATION, and its address is 19776 East Country Club Drive, Aventura, Florida 33180.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Michael Steinberg, and its address is 19776 East Country Club Drive, Aventura, Florida 33180.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors of this Corporation may be increased or decreased from time to time by the Bylaws of the Corporation, but shall never be less than two (2). The names and address of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Michael Steinberg President and Secretary	19776 East Country Club Drive Aventura, FL 33180
Jason Rich Vice-President & Treasurer	9715 Arbor Oaks Court Apt. #206 Boca Raton, FL 33428

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholder or Director.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Michael Steinberg, and his address is: 19776 East Country Club Drive, Aventura, Florida 33180.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10 day of January, 2000.



MICHAEL STEINBERG, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 10 DAY OF JANUARY, 2000.

THE CHELSEA HOLDING CORPORATION

By: 

MICHAEL STEINBERG
(Registered Agent)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA