

P000000020507

Requester's Name

RLR-13927.001

ADORNO & ZEDER

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

2601 SOUTH BAYSHORE DRIVE

SUITE 1600

MIAMI, FLORIDA 33133

Phone #

300003143169--6

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Office Use Only

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

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

FILED
00 FEB 22 PM 2:40
STATE OF FLORIDA
TALLAHASSEE

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ 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

QC.
2-28-00

ARTICLES OF INCORPORATION
OF
BAYSHORE SALES AND MARKETING, INC.

FILED
00 FEB 22 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be **Bayshore Sales and Marketing, Inc.** (the "Corporation")

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any activity or business permitted under the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any time is 10,000 shares. The shares shall have no par value. Only one class of shares of stock, common stock having full voting rights, is hereby created.

The consideration for all of the 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 the corporation.

ARTICLE V

The street address and mailing address of the initial principal office of the corporation shall be **2121 N. Bayshore Drive, Suite 1104, Miami, Florida 33137.**

ARTICLE VI

The initial office of the registered agent of this corporation shall be at **2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133.** The initial registered agent at that address shall be **Ronald L. Roth, Esq.**

ARTICLE VII

This corporation shall have at least one (1) director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VIII

The names and addresses of the director(s) of the corporation, who shall hold office until his/her successors are duly elected and qualified, or until his/her earlier resignation shall be:

Mark John Fiorella

President

Vice-President

Secretary

Treasurer

2121 N. Bayshore Dr.

Suite 1104

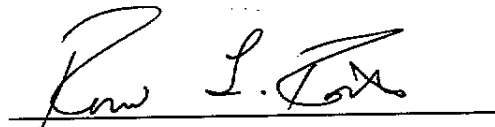
Miami, FL 33137

ARTICLE IX

The name and address of the Incorporator is:

**Ronald L. Roth, Esq.
ADORNO & ZEDER, P.A.
2601 South Bayshore Drive
Suite 1600
Miami, Florida 33133**

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 28 day of January, 2000.

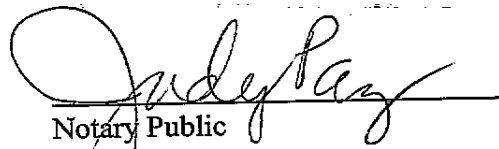


Incorporator
Ronald L. Roth, Esq.
Adorno & Zeder, P.A.

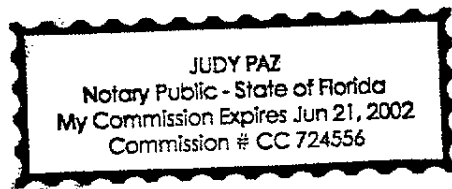
STATE OF FLORIDA)
)
COUNTY OF DADE) ss.

BEFORE ME, the undersigned authority, personally appeared RONALD L. ROTH, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 28 day of January 2000.


Notary Public
State of Florida

My Commission Expires:

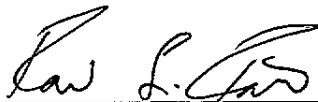


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.

In compliance with the laws of Florida, the following is submitted:

First, that BAYSHORE SALES AND MARKETING, INC., desiring to organize under the
laws of the State of Florida, has named Ronald L. Roth, State of Florida, as its statutory Registered
Agent.

Having been named the statutory Registered Agent of the above corporation at the place
designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to
comply with the provisions of Florida law relative to keeping the registered office open, and I accept
the obligations of Section 607.0501 Florida Statutes.



RONALD L. ROTH
Registered Agent

DATED this 28 day of January, 2000.

FILED
00 FEB 22 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA