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To:  
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From:  
Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
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FLORIDA PROFIT CORPORATION OR P.A.

J.L. BROWN DEVELOPMENT CORPORATION

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
J.L. BROWN DEVELOPMENT CORPORATION**

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the corporation shall be:

**J.L. BROWN DEVELOPMENT CORPORATION**

**ARTICLE II  
ADDRESS**

The address of the principal office of this corporation shall be 11434 S.W. 148 Street, Miami, Florida 33176 and the mailing address of the corporation shall be the same.

**ARTICLE III  
NATURE OF BUSINESS**

This corporation may engage in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

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## **ARTICLE IV CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1 par value per share.

## **ARTICLE V SHAREHOLDERS**

The only shareholders of this corporation are:

James Lamar Brown, Sr., owning 50 shares  
Teresa R. Brown, owning 50 shares

## **ARTICLE VII TERM OF EXISTENCE**

This corporation is to exist perpetually.

## **ARTICLE VIII PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

## **ARTICLE IX DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The name and street address of the initial member of the Board of Directors are:

**JAMES L. BROWN, SR.**  
**TERESA R. BROWN**

21831 SW 98 Avenue  
Miami, Florida 33190

**ARTICLE X.  
OFFICERS**

The officers of the corporation shall be a President, a Vice-President, a Secretary, Treasurer and such other officers may be elected by the Board of Directors from time to time. Two or more offices may be held by the same person, except that the same person may not be President and Secretary simultaneously. The officers shall be elected in accordance with the By-Laws of the Corporation. The names of the officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Name	Office
JAMES L. BROWN, SR.	PRESIDENT
TERESA R. BROWN	VICE-PRESIDENT
TERESA R. BROWN	SECRETARY
JAMES L. BROWN, SR.	TREASURER

**ARTICLE XI  
REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation in the State of Florida is: 11434 S.W. 148 Street, Miami, Florida 33176 and the name of its initial registered agent at such address shall be James L. Brown, Sr.

**ARTICLE XII  
BY-LAWS**

The power to adopt, alter, amend, repeal, rescind or adopt new zby-Laws, shall be vested in the Board of Directors of this Corporation, and shall be by majority vote. The By-Laws of this corporation shall be for the government of the corporation and may contain any provision of requirement for the corporation, provided the same is not inconsistent with the Articles of Incorporation or contrary to the laws of this State or of the United States.

### **ARTICLE XIII AMENDMENTS**

The Corporation, through its Board of Directors, reserves the right to amend, repeal, alter or change any provision contained in these Articles of Incorporation, or any amendment to them, in the manner now or hereafter prescribed by statute, and all rights and privileges conferred upon shareholders, Officers and Directors are subject to this reservation.

Proposed amendments may be voted on at any annual meeting or special meeting by a two-thirds vote of the members present, provided that a full reading of the proposed changes (or a printed distribution of the same) shall have been made in connection with the call of the meeting. All amendments must be approved in writing by the Board of Directors before becoming effective.

### **ARTICLE XIV INDEMNIFICATION**

The corporation shall indemnify and advance expenses to (to the fullest extent authorized or permitted by law) to any person made or threatened to be made, a party to any action, suit or proceeding, by reason of the fact that the person is or was an officer or Director of the corporation or is or was serving at the request of the corporation as a Director or Officer of another corporation, partnership, joint venture, trust, or other enterprise.

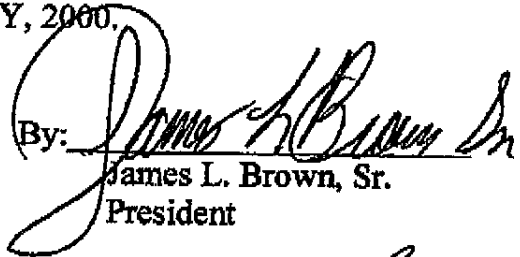
Unless otherwise prohibited by law, and except as otherwise provided in the foregoing paragraph, the Board of Directors of the corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify or advance expenses to any person made or threatened to be made a party to any action, suit or proceeding by reason of the facts stated above.

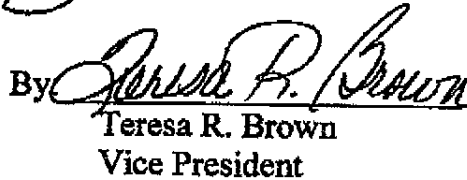
**ARTICLE XV  
INCORPORATORS**

The name and addresses of the incorporators are:

1. James L. Brown, Sr.  
21831 S.W. 98 Avenue  
Miami, Florida 33190
  
2. Teresa R. Brown  
21831 S.W. 98 Avenue  
Miami, Florida 33190

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals on this 10<sup>th</sup> day of JULY, 2000.

By:   
James L. Brown, Sr.  
President

By:   
Teresa R. Brown  
Vice President

State of Florida )  
 ) ss  
County of Miami-Dade )

Before me personally appeared James L. Brown, Sr. and Teresa R. Brown, whom are personally known by me, and who executed the foregoing Articles of Incorporation, and acknowledged to and before me, that they executed same respectively, for the purpose therein expressed.

Witness my hand and official seal this 10<sup>th</sup> day of JULY, 2000, in the aforesaid County and State.

Seal



*Teresa Brown*  
Notary Public

My Commission Expires

**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

PURSUANT to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

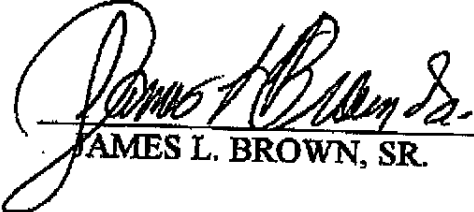
That **J.L. BROWN DEVELOPMENT CORPORATION**, desiring to qualify under the laws of the State of Florida, with its principal place of business 11434 S.W. 148 Street, Miami, FL 33190, has appointed **JAMES L. BROWN, SR.**, as its Registered Agent to accept service of process within the State of Florida.

### ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above named corporation, I hereby accept the appointment as registered agent and agree to act in this capacity.

I DO HEREBY AGREE TO ACT IN THIS CAPACITY and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 10th day of JULY, 2000.

  
JAMES L. BROWN, SR.

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