

P00000091064

THE LAW FIRM OF

**GILLESPIE & ALLISON, P.A.**

SUITE 300  
1515 SOUTH FEDERAL HIGHWAY  
BOCA RATON, FLORIDA 33432

R. BOWEN GILLESPIE, III  
DONALD M. ALLISON\*  
TODD C. DROSKY†

TELEPHONE (561) 368-5758  
TELECOPIER (561) 395-0917

\*Also Admitted in Arizona & California  
†Also Admitted in Colorado & the  
District of Columbia

FILED  
00 SEP 25 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 19, 2000

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

700003403437---0  
--09/25/00--01144--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Articles Of Incorporation  
Jenzoe Enterprises, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is a check in the amount of \$78.75 representing payment of the following:

Filing Fees	\$35.00
Certified Copy Fee	\$ 8.75
Registered Agent Fee	<u>\$35.00</u>
<b>TOTAL:</b>	<b>\$78.75</b>

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned as soon as possible. Thank you for your cooperation and prompt attention to this matter.

Very truly yours,

Donald M. Allison

DMA/cev  
Enclosures

chris\articles.incl\corresp\Jenzoe

F. CHESSEY SEP 27 2000

Articles Of Incorporation  
Of  
Jenzoe Enterprises, Inc.

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**I.**  
**CORPORATE NAME**

The name of the corporation shall be:

JENZOE ENTERPRISES, INC.

**II.**  
**PRINCIPAL OFFICE**

The principal office of this corporation shall be located at: 2404 NE 9<sup>th</sup> Street, Fort Lauderdale, Florida 33304.

**III.**  
**NATURE OF CORPORATE BUSINESS**

This corporation is organized to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**IV.**  
**CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares of common stock at One (\$1.00) Dollar par value per share.

**V.**  
**DURATION**

The corporation shall have perpetual existence.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 SEP 25 AM 10:15

FILED

**VI.**  
**INITIAL REGISTERED AGENT AND**  
**INITIAL REGISTERED OFFICE**

The corporation's initial registered agent and registered office in the State of Florida shall be:

Brian S. Pearl  
2404 NE 9<sup>th</sup> Street  
Fort Lauderdale, Florida 33304

**VII.**  
**INCORPORATOR**

The name and address of the incorporator is:

Brian S. Pearl  
2404 NE 9<sup>th</sup> Street  
Fort Lauderdale, Florida 33304

**VIII.**  
**BOARD OF DIRECTORS**

The number of directors may be altered from time to time by the Bylaws adopted by the shareholders. However, the corporation shall have no less than two (2) directors at any time. The names and addresses of the initial directors of this corporation are:

Brian S. Pearl  
2404 NE 9<sup>th</sup> Street  
Fort Lauderdale, Florida 33304

Jennifer Pearl  
2404 NE 9<sup>th</sup> Street  
Fort Lauderdale, Florida 33304

**IX.**  
**INFORMAL CORPORATE ACTIONS**

If all of the shareholders or all of the directors, severally or collectively, consent in writing to any action taken or proposed to be taken by the corporation, and the writing(s) evidencing their consent is (are) filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the shareholders or at a meeting of the Board of Directors.

**X.**  
**PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the same ratio that the number of shares the shareholder owns at the time of such issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting the shareholder to exercise his or her preemptive rights. This preemptive right may also be waived by an affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of said notice from the corporation.

**XI.**  
**INFORMAL DIRECTOR ACTION**

If all of the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

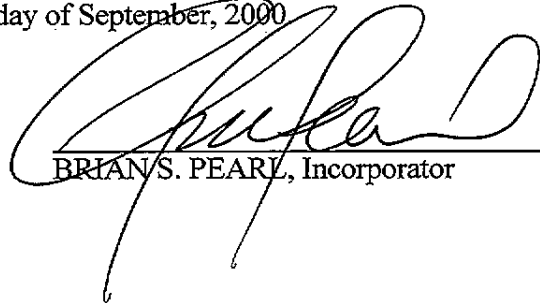
**XII.**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the extent permitted by law.

**XIII.**  
**BYLAW AMENDMENT**

The power to adopt, alter, amend or repeal these Articles of Incorporation or the Bylaws of this corporation shall be vested in the Board of Directors and Shareholders as provided by the laws of the State of Florida.

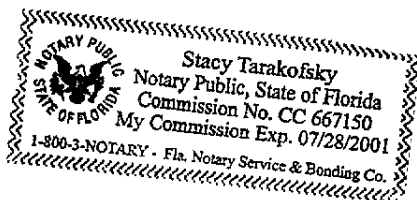
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 15 day of September, 2000


  
BRIAN S. PEARL, Incorporator

STATE OF FLORIDA  
COUNTY OF Broward

BEFORE ME, the undersigned authority, personally appeared BRIAN S. PEARL, who, is to me personally known to be the person described in, and who executed, the foregoing Articles of Incorporation as the incorporator of JENZOE ENTERPRISES, INC., and he acknowledged to me that he executed the same for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in said County and State, this 15 day of September, 2000.



  
Notary Public  
STACY TARAKOFSKY  
Print/Type Notary Name  
My Commission expires: 7/28/01

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

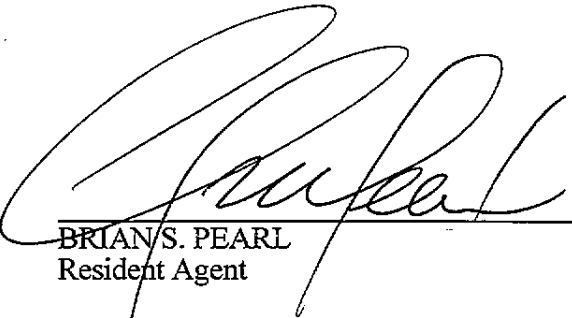
In compliance with the requirements of Chapter 48.091, Florida Statutes, the following is submitted:

JENZOE ENTERPRISES, INC.

a corporation under the laws of the State of Florida, with its principal office at 2404 NE 9<sup>th</sup> Street, Fort Lauderdale, Florida 33304, has named Brian S. Pearl of 2404 NE 9<sup>th</sup> Street, Fort Lauderdale, Florida 33304 as its agent to accept service of process within said State.

**ACCEPTANCE OF RESIDENT AGENT**

Having been named as resident agent to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept such nomination and agree to comply with the provisions of Section 48.091 of the Florida Statutes, relative to the duties imposed therein on a Florida resident agent.

  
\_\_\_\_\_  
BRIAN S. PEARL  
Resident Agent

chris\articles.inc\Jenzoe

00 SEP 25 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED