

PO1000002498

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.

(((H01000002538 6)))

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 : LAMONT & NEIMAN, P.A.
Account Number : I20000000051
Phone : (305) 530-9400
Fax Number : (305) 530-9409

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN - 8 PM 12:42

FLORIDA PROFIT CORPORATION OR P.A.

FINE ASSET MANAGEMENT CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
21 JAN -8 PM 12:42

((H01000002538 6))

**ARTICLES OF INCORPORATION
OF
FINE ASSET MANAGEMENT CORPORATION**

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 the corporation shall be:

FINE ASSET MANAGEMENT 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 and all businesses and activities permitted by 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 which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$.10 per share, divided into two classes, the designation of each such class being as follows:

- A. 1000 shares of Class A Common Stock; and
- B. 9,000 shares of Class B Common Stock.

All of said shares (without regard to Class) shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds, except that with respect to all matters coming before the shareholders for a vote of the shareholders (a) holders of Class B Common Stock shall not be entitled to vote, individually or as a Class, (b) a holder of Class A Common Stock shall be entitled to cast one vote per share only if such holder is JEFFREY M. FINE or a member of his family, otherwise a holder of shares of Class A Common Stock shall have no

((H01000002538 6))

((H01000002538 6)))

voting rights whatsoever. For purposes of the preceding sentence, members of the family of JEFFREY M. FINE shall include only his spouse, his lineal descendants, whether natural or adopted; trusts for the exclusive use and benefit of any such individuals; and partnerships and corporations but only while owned exclusively by such individuals and trusts. At the earliest time that a share of Class A Common Stock is owned by any person other than JEFFREY M. FINE or a member of his family, such share shall thereupon automatically become a share of Class B Common Stock for all purposes without any further action whatsoever.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

LAMONT & NEIMAN, P.A.
One Biscayne Tower, Suite 3550
Two South Biscayne Boulevard
Miami, Florida 33131

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

LAMONT & NEIMAN, P.A.

By: 
Jan S. Neiman, Secretary

ARTICLE VI

This corporation shall have two (2) directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

((H01000002538 6)))

((H01000002538 6))

Jeffrey M. Fine
9010 SW 117th Street
Miami, Florida 33176

Linda Ellen Fine
9010 SW 117th Street
Miami, Florida 33176

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

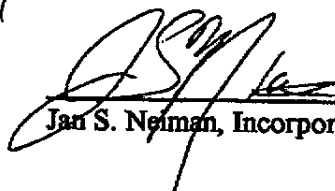
Jan S. Neiman
One Biscayne Tower, Suite 3550
Two South Biscayne Boulevard
Miami, Florida 33131

ARTICLE VIII

The mailing address of the corporation is:

Fine Asset Management Corporation
9010 SW 117th Street
Miami, Florida 33176

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this 5th day of January, 2001.



Jan S. Neiman, Incorporator

((H01000002538 6))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN - 8 PM 12:42