

FEB-28-2001 12:44

EMPIRE CORP

305 541 3770 P.01/06

<http://www.flsos.state.fl.us/scripts/electcovr.asp>

P01000021684

**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.**

(((H01000021953 4)))

**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 : EMPIRE CORPORATE KIT COMPANY**

**Account Number : 072450003255**

**Phone : (305) 541-3694**

**Fax Number : (305) 541-3770**

**FLORIDA PROFIT CORPORATION OR P.A.**

**SUNSET COLONY ANNEX, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

FILED  
01 FEB 28 AM 7:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. 04-23000

MAR 1 2000

**ARTICLES OF INCORPORATION**

**OF**

**SUNSET COLONY ANNEX, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the corporation shall be:

**SUNSET COLONY ANNEX, INC.**

The principal place of business of this corporation shall be:

2997 Day Avenue  
Miami, Florida 33133.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 FEB 28 AM 7:46

FILED

**ARTICLE II**  
**NATURE OF BUSINESS**

This corporation may engage or transact 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.

**ARTICLE III**  
**DURATION**

This corporation shall exist in perpetuity.

**ARTICLE IV**  
**STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock, having no par value per share which shall be designated as common shares, requiring a paid in capital of \$500.00.

PREPARED BY: RICHARD M. SEPLER, ESQ.  
2997 Day Avenue, Miami, FL 33133  
Telephone: (305) 444-6101  
Fla. Bar No.: 072391

ARTICLE V  
RIGHT OF SHARES OF CAPITAL STOCK

H 01000021053

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one (1) vote.

Nothing in this Article shall be construed to allow for cumulative voting of said shares.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 2997 Day Avenue, Miami, Florida 33133, and the name of the initial Registered Agent of the corporation at that address is Richard M. Sepler.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors, initially. The number of directors may either be increased or decreased, from time to time, by the By-laws, adopted by the corporation. The name and street address of the initial members of the Board of Directors is:

Richard M. Sepler  
Chairman, President, Director  
2997 Day Avenue  
Miami, Florida 33133

Robert A. Yawitt  
Secretary, Treasurer, Director  
65 Arnold Road  
Wellesley, Mass 02181.

ARTICLE VIII  
AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

H 01000021053

**ARTICLE IX**  
**BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

**ARTICLE X**  
**OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation or until his successors are elected or appointed is:

Richard M. Sepler  
Chairman, President, Director  
2997 Day Avenue  
Miami, Florida 33133

Robert A. Yawitt  
Secretary, Treasurer, Director  
65 Arnold Road  
Wellesley, Mass 02181.

**ARTICLE XI**  
**SUBSCRIBER**

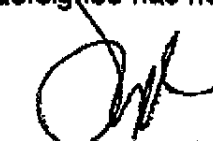
The name and street address of the subscriber to these Articles of Incorporation is:

Richard M. Sepler  
2997 Day Avenue  
Miami, Florida 33133.

**ARTICLE XII**  
**SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 27<sup>th</sup> day of February, 2001.

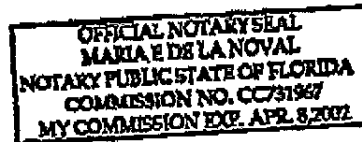


RICHARD M. SEPLER

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

The foregoing instrument was sworn to, subscribed and acknowledged before me this 27<sup>th</sup> day of February, 2001, by RICHARD M. SEPLER, who is personally known to me or has produced a driver's license as identification and who did/did not take an oath.

Maria E. De la Noval  
By: MARIA E. DE LA NOVAL  
NOTARY PUBLIC, State of Florida



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

In compliance with Chapter 48, Section 48.091, Florida Statutes, the following is submitted:

First That SUNSET COLONY ANNEX, INC., a Florida corporation, with its principal place of business as indicated in the Articles of Incorporation, desiring to organize or qualify under the laws of the State of Florida, has named RICHARD M. SEPLER, as its agent to accept Service of Process within the state at 2997 Day Avenue, Miami, Florida 33133.

Dated: February 27<sup>th</sup>, 2001



RICHARD M. SEPLER Subscriber

Having been named to accept Service of Process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated: February 27<sup>th</sup>, 2001



RICHARD M. SEPLER  
Registered Agent for  
SUNSET COLONY ANNEX, INC.  
a Florida corporation

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 FEB 28 AM 7:46

FILED

H 01000021953  
5