

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
01 JUN 12 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

701000059811

Ruth Gardens, Inc.

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-06/12/01--01006--015
*****78.75 *****78.75

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

W01-13377

01 JUN 12 AM 9:47
DIVISION OF CORPORATIONS

Signature

Requested by: KC 6/12

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

J. BRYAN JUN 12 2001

J. BRYAN JUN 15 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 12, 2001

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32301

SUBJECT: RUTH GARDENS, INC.
Ref. Number: W01000013377

RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL
FILE DATE

We have received your document for RUTH GARDENS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 501A00035940

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 JUN 15 AM 10:35
NOT ENTERED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

**ARTICLES OF INCORPORATION
OF
RUTH GARDENS, INC.**

FILED
01 JUN 12 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: RUTH GARDENS, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be when these Articles of Incorporation are received and accepted by the Secretary of State of Florida.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the State of Florida and of the United States of America. In addition, the purpose of this Corporation is to manage, function, and otherwise act as the Condominium Association for a Condominium to be known as Ruth Gardens, and located at 2965 Ruth Street, Miami, Florida 33133.

ARTICLE IV

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock to have outstanding is 500 shares of Common Stock of a par value of One (\$1.00) Dollar per share. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE V

The principal and mailing address for the corporation is 9555 North Kendall Drive, Suite 202, Miami, FL 33176.

The name of the initial registered agent of this corporation is: JEFFREY DREW CUMMINS, 9555 North Kendall Drive, Suite 202, Miami, Florida 33176.

ARTICLE VI

INITIAL BOARD OF DIRECTOR(S)

The corporation shall have two (4) director(s) initially. The number of director(s) may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

The name and street address of the initial director(s) of this corporation are: MARTIN GUERRA, to serve as President, 9370 Sunset Drive, Suite A-202, Miami, Florida 33173, JEFFREY DREW CUMMINS, to serve as Vice-President, 9555 North Kendall Drive, Suite 202, Miami, Florida 33176, PATRICIA CUMMINS, to serve as Secretary, 9555 North Kendall Drive, Suite 202, Miami, Florida 33176, and JUDITH GUERRA, to serve as Treasurer, 9370 Sunset Drive, Suite A-202, Miami, Florida 33173.

ARTICLE VII

INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation are: MARTIN GUERRA, 9370 Sunset Drive, Suite A-202, Miami, Florida 33173, JEFFREY DREW CUMMINS, 9555 North Kendall Drive, Suite 202, Miami, Florida 33176, PATRICIA CUMMINS, 9555 North Kendall Drive, Suite 202, Miami, Florida 33176, and JUDITH GUERRA, 9370 Sunset Drive, Suite A-202, Miami, Florida 33173.

ARTICLE VIII

BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

ARTICLE XI-BUY-OUT PROVISION

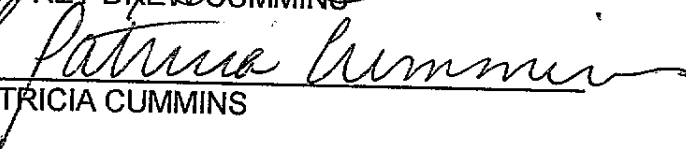
Should any stockholder desire to sell his or her stock, said stockholder shall so notify the other stockholders, in writing, of his or her intentions to sell. That upon receipt of said notification, the corporation shall authorize the accountant then employed by said corporation to make a full and complete audit of the books of said corporation, using standard accounting methods and principles in order to determine the book value of said corporation. Upon determination of the book value, the price of the stock shall be the buy-out figure and the person so desirous of selling must accept the price as set forth by the accountant. The remaining stockholder or stockholders shall purchase said stock in proportionate shares to the percentages that they presently own and the seller shall get 50% of the purchase price within thirty days from the date that the audit is completed and the balance thirty days thereafter.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(ve) executed these Articles of Incorporation this 15 day of May, 2001.


MARTIN GUERRA


JUDITH GUERRA


JEFFREY DREW CUMMINS


PATRICIA CUMMINS

STATE OF FLORIDA)
COUNTY OF DADE) SS.:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments personally appeared MARTIN GUERRA, JUDITH GUERRA, JEFFREY DREW CUMMINS and PATRICIA CUMMINS, to me known to be the person(s) described as Subscriber(s) in, and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 16 day of May, 2001.


NOTARY PUBLIC
State of Florida

My Commission Expires:

This Instrument Prepared by:
Jeffrey Drew Cummins, Esq.
9555 N. Kendall Drive, Suite 202
Miami, Florida 33176
305-595-3310



Mercedes Porcelli
Commission # DD 014954
Expires April 2, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

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

In pursuance of Chapter 48.09I, Florida Statutes, the following is submitted in compliance with said Act:

First, RUTH GARDENS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has designated Jeffrey Drew Cummins, 9555 North Kendall Avenue, Suite 202, Miami, Florida 33176, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 17 day of May 2001.

BY: 

JEFFREY DREW CUMMINS
Registered Agent

FILED
01 JUN 12 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA