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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

SOVEN, INC.

Certificate of Status	1
Certified Copy	1
Page Count	07
Estimated Charge	\$87.50

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**ARTICLES OF INCORPORATION
OF
SOVEN, INC.**

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The undersigned has executed the following document as incorporator for the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporated, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

SOVEN, INC.

ARTICLE II - DURATION

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III - ADDRESS

The principal place of business and mailing address of this corporation shall be:

**638 Crandon Blvd., Suite 13
Key Biscayne, FL 33149**

This instrument prepared by:

**Norman T. Roberts, Esquire
Norman T. Roberts, P.A.
50 West Mashta Drive, #2
Key Biscayne, FL 33149
Phone: (305) 361-1383**

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ARTICLE IV - PURPOSE

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise;

To have and exercise all powers necessary or convenient to effect its purpose;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

ARTICLE V - CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares, all of which shall be common stock having an individual par value of one dollar (\$1.00). All common shares shall be identical with each other in every respect and the holder(s) thereof shall be entitled to one vote for each share upon all matters for which shareholders have the right to vote.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent of this corporation shall be:

James E. Fraso
638 Crandon Blvd., Suite 13
Key Biscayne, Florida 33149

ARTICLE VII - BOARD OF DIRECTORS

The name and address of the initial board of directors shall be:

James E. Eraso
638 Crandon Blvd., Suite 13
Key Biscayne, Florida 33149

Patricia B. Eraso
638 Crandon Blvd., Suite 13
Key Biscayne, Florida 33149

John M. Greeven
638 Crandon Blvd., Suite 13
Key Biscayne, Florida 33149

ARTICLE VIII - OFFICERS

The name, title and address of the initial officers of this corporation shall be:

James E. Eraso - President
638 Crandon Blvd., Suite 13
Key Biscayne, Florida 33149

Patricia B. Eraso - Secretary/Treasurer
638 Crandon Blvd., Suite 13
Key Biscayne, Florida 33149

John M. Greeven - Vice President
638 Crandon Blvd., Suite 13
Key Biscayne, Florida 33149

ARTICLE IX - INCORPORATOR

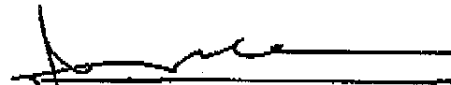
The name and address of the incorporator executing these Articles of Incorporation shall be:

James E. Eraso
638 Crandon Blvd., Suite 13
Key Biscayne, Florida 33149

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The undersigned has executed these Articles of Incorporation this 11th day of July, 2001.


James E. Braso
(Incorporator)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

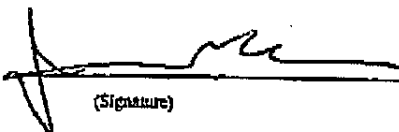
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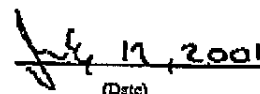
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Soven, Inc.
2. The name and address of the registered agent and office is:

JAMES E. ERASO
(Name)
638 Crandon Blvd., Suite 13
(P.O. Box not acceptable)
Key Biscayne, FL 33149
(City/State/Zip)

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further 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.


(Signature)


(Date)

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