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OSSINSKY & CATHCART P.A.

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1 of 1

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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

CMH PROPERTIES, INC.

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H01000117408 4

ARTICLES OF INCORPORATION

OF

CMH PROPERTIES, INC.

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The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is:

CMH PROPERTIES, INC.
8000 International Drive, Suite 100, Orlando, FL 32819

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

- a. to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way;
- b. to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them;

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 10 N. Wymore Road, Winter Park, FL 32789 and the name of its initial Registered Agent at that address is Christopher C. Cathcart.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of each initial Director of the Corporation is as follows:

NameAddress

Igal Haddad
Gilbert Cohen

9101 Kilgore Road, Orlando, FL 32836
3051 Bird Lane, Windermere, FL 34786

H01000117408 4

H01000117408 4

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Igal Haddad	9101 Kilgore Road, Orlando, FL 32836
Gilbert Cohen	3051 Bird Lane, Windermere, FL 34786

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

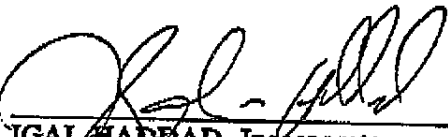
Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

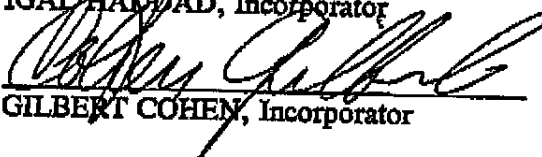
Article 10. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 11. Bylaws. The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Shareholders.

Article 12. Commencement of Corporate Existence. In accordance with Fla. Stat. § 607.0203, the date when corporate existence shall commence is November 27, 2001.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 21st day of November, 2001.


IGAL HADDAD, Incorporator


GILBERT COHEN, Incorporator

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 27 day of November, 2001, by IGAL HADDAD, President of CMH PROPERTIES, INC., a corporation, on behalf of the corporation, who is personally known or produced _____ as identification.



Chris Cathcart
Notary Public
My Commission expires: _____

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

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

CMH PROPERTIES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 8000 International Drive, Orlando, FL 32819, has named Christopher C. Cathcart, located at 210 N. Wymore Road, Winter Park, FL 32789, as its agent to accept service of process within Florida.

IGAL HADDAD
Incorporator

11.27.01
Date

GILBERT COHEN
Incorporator

11.27.01
Date

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Chris Cathcart
Christopher C. Cathcart, Registered Agent

11/27/01
Date