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**FRIEDMAN, ROSENWASSER & GOLDBAUM, P.A.**

ATTORNEYS AND COUNSELORS AT LAW  
175 EAST MAIN STREET, SUITE 200  
LEXINGTON, KENTUCKY 40507  
Telephone: (859) 255-1944

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 MAY -1 AM 10:36

**ANDREW R. FRIEDMAN**

Facsimile (859) 255-1954  
E-Mail: arfatty@att.net

April 17, 2002

Division of Corporations  
P.O. Box 6327  
409 East Gaines Street  
Tallahassee, FL 32399

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-05/01/02--01038--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: KAREN SCHULTZ, INC.

Dear Sir/Madam:

Enclosed herewith for filing please find an original and one copy of the Articles of Incorporation for our client, KAREN SCHULTZ, INC., along with our check in the amount of \$78.75 made payable to Florida Department of State for the filing fee.

Please file the enclosed and return one filed copy to our office at your earliest convenience.

If you have any questions with regard to the above, feel free to call.

Very truly yours,



ANDREW R. FRIEDMAN

ARF  
Encl.

**ARTICLES OF INCORPORATION  
OF  
KAREN SCHULTZ, INC.**

I, the undersigned, being of legal age and natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:  
KAREN SCHULTZ, INC.

**ARTICLE II**

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 100,000 shares common stock, no par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefor shall have been paid.

**ARTICLE IV**

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred Dollars (\$500.00).

**ARTICLE V**

This corporation shall have perpetual existence, unless dissolved according to law.

**ARTICLE VI**

The principal office of the corporation shall be at: 16155 Via Monteverde, Delray Beach, FL 33446. Said corporation shall have full power and authority to transact business and to establish offices and agencies in such other places within and without the State of Florida and in any foreign countries. The name of the initial registered agent of this Corporation at the above address is: KAREN SCHULTZ.

**ARTICLE VII**

The business of the corporation shall be conducted by a Board of Directors of not less than one to be increased at the discretion of the Board of Directors.

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**ARTICLE VIII**

The name and post office addresses of the first Directors of this corporation, all subject to the provisions of this certificate, By-laws, and the Corporation Law of the State of Florida, who shall hold office for the first year, or until their successors are duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
KAREN SCHULTZ	16155 Via Monteverde Delray Beach, FL 33446

**ARTICLE IX**

The names and post office addresses of the officers of the corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
KAREN SCHULTZ President/Secretary/Treasurer	16155 Via Monteverde Delray Beach, FL 33446

**ARTICLE X**

The name and post office address of the subscriber to the Certificate of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
KAREN SCHULTZ	16155 Via Monteverde Delray Beach, FL 33446

**ARTICLE XI**

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

IN WITNESS WHEREOF, the undersigned incorporator, being the same person named in Article X above, and in evidence of her desire to form this Corporation does hereunto subscribe her name, this 19 day of April, 2002.

  
Subscriber - KAREN SCHULTZ

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST - THAT KAREN SCHULTZ, INC., DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT CITY OF DELRAY BEACH, STATE OF FLORIDA, HAS NAMED KAREN  
SCHULTZ, LOCATED AT 16155 VIA MONTEVERDE, CITY OF DELRAY BEACH, STATE  
OF FLORIDA, (33446) AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN  
FLORIDA.

SIGNATURE Karen Schultz  
(Sole Incorporator)

TITLE: President

DATE: April 15, 2002

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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 AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

SIGNATURE Karen Schultz  
(Registered Agent)

DATE: April 15, 2002