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W03-11848  
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TALLAHASSEE, FLORIDA

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**LAZARUS CORPORATE FILING SERVICE**

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**TERESA ROMAN ( TALLAHASSEE REPRESENTATIVE)**

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. J F F F, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

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**NEW FILINGS**

☒ Profit

☐ NonProfit

☐ Limited Liability

☐ Domestication

☐ Other

**AMENDMENTS**

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

**OTHER FILINGS**

☐ Annual Report

☐ Fictitious Name

☐ Name Reservation

**REGISTRATION/  
QUALIFICATION**

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

April 25, 2003

LAZARUS

SUBJECT: J E F F, INC.  
Ref. Number: W03000011848

RECEIVED  
03 APR 29 PM 3:05  
STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for J E F F, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 303A00025181

## ARTICLES OF INCORPORATION

OF

J F F F & ASSOCIATES, INC.

FILED  
03 APR 28 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, (we), the undersigned, being of legal age and a 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 *J F F F & ASSOCIATES, INC.* and the initial address of this corporation shall be 5500 S.W. 89 Ave, Miami, Florida 33165.

### ARTICLE II

This corporation may engage in any business or activity permitted by 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:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	\$ 1.00	common

The consideration for all the said stock shall be payable in cash, at a just valuation to be fixed by the Board of Directors of the corporation.

### ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter.

### ARTICLE V

The initial registered office of this corporation shall be at 5500 S.W. 89 Avenue, Miami, Florida 33165, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be RAUL H CARRIL.

## **ARTICLE VI**

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

## **ARTICLE VII**

The name and address of the initial director(s) of this corporation who shall hold office for the year or until their successors are duly elected and qualified shall be:

RAUL H CARRIL  
5500 S.W. 89 AVENUE  
MIAMI, FLORIDA 33165

## **ARTICLE VIII**

The name and address of the incorporator is RAUL H CARRRIL, 5500 SW 89 Avenue, Florida 33165.

## **ARTICLE IX**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he (she) or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation, or who is interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if here were not such a director or officer of such corporation, or not so interested.


## **ARTICLE X**

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

## ARTICLE XI

This corporation shall indemnify and insured its officers and directors to the fullest extent permitted by law either now or hereafter.


IN WITNESS WHEREOF, I the undersigned, being the Incorporator herein before named, for the purpose of forming a corporation to do business both with and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 22nd day of April, 2003.

  
RAUL H CARRIL  
Incorporator

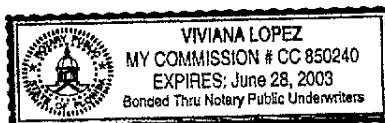
STATE OF FLORIDA )  
 ) SS:  
COUNTY OF DADE )

Before me, the undersigned authority, personally appeared RAUL H CARRIL to me known to be the person described and whom provided identification in the form of State of Florida Drivers License; and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that she executed the same for the purposes therein expressed.

Witness my hand and official seal in the State and County aforesaid, this 22nd day of April, 2003.

  
Viviana Lopez  
Notary Public State of Florida

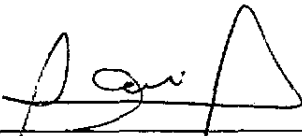
My commission expires:



## ARTICLE XII

The By-Laws of this Corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the Corporation at any duly scheduled special meeting called for that e purpose.

I,(we), the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certify that the facts herein stated are true and correct and accordingly hereto set my (our) hand and seal this 22nd day of April, 2003.

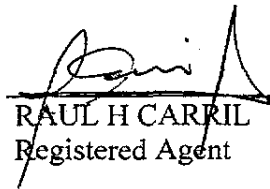
  
\_\_\_\_\_  
RAUL H CARRIL  
Director / President

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

In compliance with the laws of the State of Florida, the following is submitted:

First: *Z F F F & ASSOCIATES, INC.*  
desiring to organize under the laws of the State of Florida,  
has named RAUL H CARRIL, 5500 S.W. 89 Avenue, Miami, Florida 33165, as its  
statutory Registered Agent.

Second: That RAUL H CARRIL having been named the statutory Registered  
Agent of the above corporation at the place designated in this capacity, agrees to comply  
with the provisions of Florida law relative to keeping the registered office open, and I  
accept the obligations of Section 607.325 Florida Statutes.

  
RAUL H CARRIL  
Registered Agent

Dated: this 22nd day of April,  
2003.



**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT / REGISTERED OFFICE**


Pursuant to the provisions of Section 607.0501 or 617.0501, 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.

FILED  
03 APR 28 PM 12:5.  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1.- The name of the corporation is: J F F F, & ASSOCIATES, INC.

2.- The name and address of the registered agent and office is: RAUL H CARRIL,  
5500 S.W. 89 Avenue, Miami, Florida 33165.

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 THAT I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
\_\_\_\_\_  
RAUL H CARRIL  
Dated: this 22nd day of  
April, 2003.