

FILE

10/15/03 08:32

ID:CSC

FAX:850 521 1010

PAGE 1/ 4

Page of 1

**P03000114329**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H03000296502 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.**  
Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850)521-1000  
Fax Number : (850)521-1030

**FLORIDA PROFIT CORPORATION OR P.A.**

**B.Z.C. MANAGING & CONSULTING CO.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

10-116-03  
[Signature]

H03000296502 3

FILED

03 OCT 15 AM 7:46

**B.Z.C. MANAGING & CONSULTING CO.**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION**

The undersigned, desiring to incorporate a corporation under the provisions of the Florida Business Corporation Act, does hereby certify:

1. The name of the Corporation is:

**B.Z.C. MANAGING & CONSULTING CO.**

2. The principal mailing address of the Corporation is: **4651 Sheridan Street, Suite 300, Hollywood, FL 33021.**

3. The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) each.

4. There shall be no preemptive rights with respect to any shares of stock of the Corporation.

5. The initial registered office of the Corporation shall be located at **1428 Brickell Avenue, Suite 400, Miami, Florida 33131**, and the initial Registered Agent shall be **Paul M. Cummings**.

6. The name and address of the sole incorporator hereof is:

Name

Address

**Paul M. Cummings**

**1428 Brickell Avenue, Suite 400  
Miami, Florida 33131**

7. The initial Board of Directors shall be comprised of one (1) member. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The name and address of the initial Director is:

Name

Address

**Morris Berger**

**4651 Sheridan Street, Suite 300  
Hollywood, FL 33021**

H03000296502 3

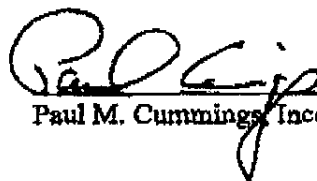
H03000296502 3

8. The general nature of the business to be transacted by the Corporation shall be to engage in and to do any lawful act permitted under the laws of the United States of America and of the State of Florida.

9. The term for which the Corporation is to exist is perpetual.

10. The formation of the Corporation shall be effective as of the date hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 14th day of October, 2003.



Paul M. Cummings, Incorporator

STATE OF FLORIDA                    )  
  ): SS  
COUNTY OF MIAMI-DADE         )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of October, 2003, by Paul M. Cummings, who is personally known to me, or has produced (not of 14) as identification.

\_\_\_\_\_  
(SEAL)  
Notary Public, State of Florida

2253incorporation.docx.001

H03000296502 3

H03000296502 3

FILED

03 OCT 15 AM 7:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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: B.Z.C. MANAGING & CONSULTING CO.
2. The name and address of the registered agent and office is:

PAUL M. CUMMINGS  
P.O. BOX NOT ACCEPTABLE

1428 Brickell Avenue, Suite 400, Miami, FL 33131  
(CITY/STATE/ZIP)

SIGNATURE   
(corporate officer) (Incorporator)

TITLE Incorporator

DATE 10/14/03

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 10/14/03