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(Business Entity Name)

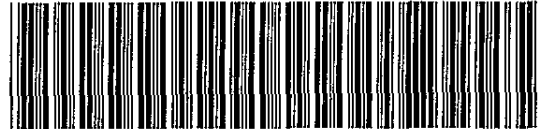
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FILED
TALLAHASSEE, FLORIDA

03 MAR 31 PM 1:54

FILED

TH 3/31/04

November 21, 2003

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Greene Asset Management Limited
Greene Asset Management, Inc.

To Whom It May Concern:

Enclosed is the original of the Articles of Organization of the captioned proposed Corporation. Please file the original. Also enclosed is the original of the Certificate of Limited Partnership of the captioned proposed limited partnership. Please file the original. A check in the amount of \$1855.00 is enclosed to cover the \$1,750.00 partnership filing fee, the \$35.00 Registered Agent fee, the \$35.00 registered agent designation (for the corporation) and the \$35.00 filing fee for the corporation.

Please note that both of the captioned entities are owned by the same persons and consent is given to the use of similar entity names.

Sincerely,



Peter Blatt, Esq.

Enclosures

PETER A. BLATT, ESQ.
800 Village Square Crossing, Suite 204
Palm Beach Gardens, FL 33410



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 5, 2003

PETER A BLATT, ESQ
800 VILLAGE SQUARE CROSSING
STE 204
PALM BEACH GARDENS, FL 33410

SUBJECT: GREENE ASSET MANAGEMENT, INC.
Ref. Number: W03000036712

RECEIVED
04 MAR 31 PM 12:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for GREENE ASSET MANAGEMENT, INC. and your check(s) totaling \$1855.00. 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.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 487-6052.

Tammy Hampton
Document Examiner
New Filings Section

Letter Number: 503A00065500

ARTICLES OF INCORPORATION
OF
GELJAY, INC.

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I

Name

The name of this corporation shall be GELJAY, INC.

ARTICLE II

Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

Capital Stock

The capital stock of this corporation shall consist of 10,000 shares of common stock of \$.01 par value, fully paid and non-assessable.

ARTICLE IV

Principal Office and Mailing Address

The Principal Office and the Mailing Address of this corporation is:

7275 Sedona Way
Delray Beach, Florida 33446

FILED
04 MAR 31 PM 1:54
TALLAHASSEE, FLORIDA

ARTICLE V

Registered Agent/Registered Office

The initial Registered Agent of this corporation is PETER A. BLATT, ESQ., located at the Registered Office of the corporation at 800 Village Square Crossing, Suite 204, Palm Beach Gardens, Florida 33410.

ARTICLE VI

Initial Board of Directors

This corporation shall initially have two (2) Directors. The number of Directors may be changed from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors are:

JONATHAN I. GREENE
7275 Sedona Way
Delray Beach, FL 33446

LAURIE J. GREENE
7275 Sedona Way
Delray Beach, FL 33446

ARTICLE VII

Special Provisions

The following special provisions shall govern this corporation:

A. The directors may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

B. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office or directorship in this corporation.

C. No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the officers or directors of the corporation is or are interested in or is an officer or director or are officers or directors of such other corporations, and any officer, officers or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act, or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or

invalidated by the fact that any officer, officers or directors of the corporation is a party or parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become an officer or director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

ARTICLE VIII

Incorporator

The name and address of the incorporator is:

PETER A. BLATT, ESQ.
800 Village Square Crossing, Suite 204
Palm Beach Gardens, FL 33410

ARTICLE IX

Amendment

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on officers and shareholders herein are granted subject to this reservation.

ARTICLE X

Commencement

The corporation shall commence its existence upon filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30 day of December 2003.



PETER A. BLATT, ESQ., Incorporator

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That GELJAY, INC., desiring to organize under the laws of the State of Florida, has named PETER A. BLATT, ESQ., located at the Registered Office of the corporation at 800 Village Square Crossing, Suite 204, Palm Beach Gardens, Florida 33410, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

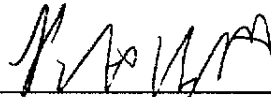
Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



PETER A. BLATT, ESQ., Registered Agent

ASSIGNMENT OF SUBSCRIPTION RIGHTS

I, PETER A. BLATT, ESQ., as incorporator of GELJAY, INC. hereby assign all of my subscription rights in 10000 shares of the capital stock of the above-named corporation to JONATHAN I. GREENE and LAURIE J. GREENE, as tenants by the entireties, this 30 day of December 2003.



PETER A. BLATT, ESQ.