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TALLAHASSEE, FLORIDA

05 MAY -4 AM 8:10

FILED

9 MAY 9 2005

TRANSMITTAL LETTER

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

SUBJECT: E.R.I. Consultants, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: JEFFREY S. HERSH, ESQ.
Name (Printed or typed)
301 West 41 STREET, SUITE 400
Address
MIAMI BEACH FL 33140
City, State & Zip
305-534-2230
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
E.R.I. CONSULTANTS, INC.

FILED
05 MAY -4 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Chapter 607 of the Florida Statutes, the undersigned hereby subscribes to, acknowledges, and files 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 this Corporation shall be E.R.I. CONSULTANTS, INC.

ARTICLE II

The principal place of business and mailing address of this Corporation is:

2097 S. Ocean Drive, Suite 411
Hallandale, Florida 33009

with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The purpose for which this Corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
100	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

Prepared by:
Jeffrey S. Hersh, Esq.
301 West 41st Street, Suite 400
Miami Beach, Florida 33140
(305) 534-2230
Florida Bar No. 0078913



ARTICLE V

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.

The name and address of the first directors and officers of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

DIRECTORS & OFFICERS

Esther Rabayeva, President and Director, 2097 S. Ocean Drive, Suite 411, Hallandale, FL 33009

ARTICLE VI

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VII

The initial registered agent for E.R.I. CONSULTANTS, INC. shall be:

Jeffrey S. Hersh, P.A.
301 West 41st Street
Suite 400
Miami Beach, Florida 33140

ARTICLE VIII

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Esther Rabayeva
2097 S. Ocean Drive, Suite 411
Hallandale, Florida 33009

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 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 who

is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorized any such contract or transaction, with like force and effect as if he were not such a director or officer of such other 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 may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XII

These Articles of Incorporation may be amended in any manner provided by law.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within 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 26 day of April, 2005.


Esther Rabayeva,
Incorporator

ACKNOWLEDGMENT OF REGISTERED AGENT

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

Having been named the statutory Registered Agent and to accept service of process for the above stated Corporation, at the place designated herein, Jeffrey S. Hersh, Esquire hereby accepts the appointment, acknowledges that he is familiar with and accepts the obligations of such, and agrees to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

DATED this 26 day of April, 2005.

Jeffrey S. Hersh, P.A., Registered Agent

By: 

Jeffrey S. Hersh, Esq.