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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**PREMIERE FAMILY SERVICES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PREPARED BY:  
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BOONE & DAVIS, P.A.  
2311 North Andrews Avenue  
Fort Lauderdale, FL 33311  
(954) 566-5919  
Florida Bar Number: 992585

ARTICLES OF INCORPORATION  
OF  
PREMIERE FAMILY SERVICES, INC.

The undersigned subscriber to these Article of Incorporation, being a natural person, competent to contract pursuant to the provisions of Chapter 607, Florida Statutes, for the purpose of establishing a professional corporation, does hereby declare the following:

ARTICLE I

The name of this corporation shall be PREMIERE FAMILY SERVICES, INC.

ARTICLE II

NATURE OF CORPORATION BUSINESS

The nature of the business and the object and purposes to be transacted, promoted and carried on are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

ARTICLE III

CAPITAL STOCK

(a) The total number of share of capital stock authorized to be issued by the corporation shall be One Hundred (100) shares having a par value of One Cent (\$0.01) a share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the

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stockholders: All or any part of said capital stock may be paid for in cash, in property or in labor services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

(c) No holder of stock of the corporation of any class shall have any preemptive or preferential right to subscribe to, purchase or receive any share of any class of stock of the corporation, whether now or thereafter authorized, or any notes, debentures, bonds or other securities convertible into, or carrying options or warrants to purchase shares of any class of stock of the corporation issued or sold or proposed issued or sold, or with respect to which options or warrants shall be granted; but all of such shares of stock of any class, or notes, debentures, bonds or other securities convertible into, or carrying options or warrants to purchase, share of any class, may be issued and disposed of or sold by the Board of Directors on such terms and for such consideration, so far as may be permitted by law, and to such person or persons (who are qualified to be stockholders as provided in paragraph (d) of this Article) as the Board of Directors may be determined.

(d) No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

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ARTICLE IV

TERM OF EXISTENCE

The term of existence of this corporation is perpetual unless sooner dissolved according to law.

ARTICLE V

FIRST BOARD OF DIRECTORS

The name and street address of the members of the first Board of Directors of this corporation who, subject to these Articles of Incorporation, they by-laws of this corporation and the laws of the state of Florida, shall hold office, for the first year of the existence of this corporation for the election of the permanent directors, or until their successors have been duly elected and qualified are:

ERNEST DUMERVE

PRESIDENT

1210 Wildwood Lake Boulevard, #201  
Naples, Florida 34104

NERLANDE MERCIER

VICE PRESIDENT

1210 Wildwood Lake Boulevard, #201  
Naples, Florida 34104

The number of directors shall not be less than ONE (1).

ARTICLE VI

SUBSCRIBER TO ARTICLES

The name and post office address of the subscriber to these Articles of Incorporate is:

ERNEST DUMERVE

1210 Wildwood Lake Boulevard, #201  
Naples, Florida 34104 110 Northeast 43rd Street

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ARTICLE VIIAMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Every amendment shall be approved by the Stockholders, at a Stockholder's meeting by a majority of the Stock entitled to vote thereon.

ARTICLE VIIIBY-LAWS

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by votes of stockholders. No by-law which has been altered, amended or adopted by such a vote of the Directors until two (2) years shall have expired since action by vote of such stockholder.

(b) The by-laws of this corporation shall be for the government of the corporation and may contain any provisions of requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this State or United State.

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ARTICLE IXREGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1210 Wildwood Lake Boulevard, #201, Naples, Florida, and the name of it's initial registered agent at such is ERNEST DUMERVE.

ARTICLE XPRINCIPAL PLACE OF BUSINESS

The principal place of business shall be as follows:

1210 Wildwood Lake Boulevard, #201

Naples, Florida 34104

THE UNDERSIGNED, being the original subscriber to these Articles of Incorporation, for the purpose of forming a professional corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and accordingly, has hereunto set his hand and seal this 12<sup>th</sup> day of May, 2006.

Ernest Dumerve

ERNEST DUMERVE

STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, personally appeared ERNEST DUMERVE, to me known to be the person described and subscriber in the foregoing Articles of Incorporation, and acknowledged that before me he subscribed and executed said Articles of Incorporation.

WITNESS my hand and official seal this 12<sup>th</sup> day of May, 2006

NOTARY:  
SEAL:



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CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR RESIDENCE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHO PROCESS MAY  
BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is  
submitted:

That PREMIERE FAMILY SERVICES, INC., INC. desiring to organize or  
qualify under the laws of the State of Florida, with it's principal  
business in the City of Miami, County of Dade, State of Florida, has  
named ERNEST DUMERVE, located at 1210 Wildwood Lake Boulevard, #210,  
City of Naples, State of Florida, as it agent to accept service of  
process within Florida:

SIGNATURE Ernest Dumerve  
TITLE President  
DATE 5/12/06

Having been named to accept services 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 Ernest Dumerve  
DATE 5/12/06  
ADDRESS 1210 Wildwood Lake Blvd #210  
Naples, FL 34104

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