

PO0000077718

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600075734906

06/05/06--01026--001 **78.75

FILED
06 JUN -5 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

for 6/6/06

ROTH & SCHOLL Attorneys at Law

866 South Dixie Highway
Coral Gables, Florida 33146
Tel 305.662.4141
Fax 305.662.3816

May 31, 2006

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

RE: Palab Florida, Inc.

Dear Sir:

Enclosed are the original and one copy of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$78.75, representing your filing fee. Please file the enclosed articles of incorporation and forward me written confirmation of the same. Thank you for your anticipated prompt attention to the foregoing.

Very truly yours,


JEFFREY C. ROTH

JCR:gkm-
ENCLS.

cc: John Tavel (with encls. - by email to John.Tavel@fmc-law.com)

FILED
06 JUN -5 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PALAB FLORIDA, INC.

FILED

06 JUN -5 PM 3: 37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is Palab Florida, Inc.

ARTICLE II
PURPOSE

This corporation shall be authorized to transact all legal business of any nature.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is 866 South Dixie Highway, FL 33146.

ARTICLE IV
CAPITAL STOCK

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

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value Per</u> <u>Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$1.00	Common

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is Roth & Scholl, 866 South Dixie Highway, Coral Gables, FL 33146, and the name and address of the initial

registered agent of this corporation is:

<u>Name</u>	<u>Address</u>
Jeffrey C. Roth	Roth & Scholl 866 South Dixie Highway Coral Gables, FL 33146

ARTICLE VII **COMMENCEMENT**

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

ARTICLE VIII **INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial directors of this corporation is:

<u>Name</u>	<u>Address</u>
John Tavel	866 South Dixie Highway Coral Gables, FL 33146
Sunny Tavel	866 South Dixie Highway Coral Gables, FL 33146

ARTICLE IX **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation for the purposes therein expressed is:

<u>Name</u>	<u>Address</u>
Jeffrey C. Roth	Roth & Scholl 866 South Dixie Highway Coral Gables, FL 33146

ARTICLE X
BY LAWS

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

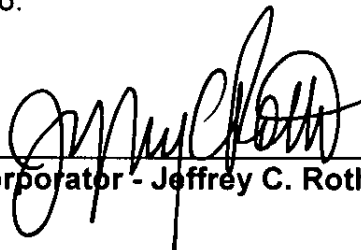
ARTICLE XI
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law.

ARTICLE XII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of May, 2006.



Incorporator - Jeffrey C. Roth

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to and acknowledged before me this 31st day of May, 2006, by Jeffrey C. Roth, who is personally to me known who did not take an oath.



Notary Public, State of Florida

My Commission Expires:



Notary's printed name & address:

Gail Kamicka-Malcolm

Roth & Scholl

866 South Dixie Highway
Coral Gables, FL 33146

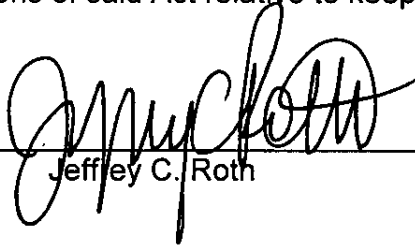
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS IN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

First, that Palab Florida, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Coral Gables, County of Miami-Dade, State of Florida, has named Jeffrey C. Roth, Roth & Scholl, 866 South Dixie Highway, Coral Gables, FL 33146 as its agent to accept service of process within the State.

Acknowledgement:

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Jeffrey C. Roth

FILED
06 JUN -5 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA