

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

263033

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.

(((H11000056108 3)))



H110000561083ABCW

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) 617-6381

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

FLORIDA PROFIT/NON PROFIT CORPORATION  
sebaaly group, inc.

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

DIVISION OF CORPORATIONS

11 MAR -2 PM 4:47

RECEIVED

FLORIDA DEPARTMENT OF STATE

11 MAR -2 AM 11:23

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

<https://efile.sunbiz.org/scripts/efilcovr.exe>

3/2/2011

75 2/3/11

FILED

11 MAR -2 AM 11:23

H11000056108  
DEPT. OF STATE  
HALL CASSIDY, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SEBAALY GROUP, INC.**

**ARTICLE I.**

**NAME**

The Name of the Corporation is SEBAALY GROUP, INC.

**ARTICLE II.**

**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III.**

**GENERAL NATURE OF BUSINESS**

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business.

Filed by:  
Stewart A. Merkin, Esq.  
Rivergate Plaza, Suite 300  
444 Brickell Avenue  
Miami, Florida 33131  
Tel. (305) 357-5556  
Fla. Bar No. 153444

H11000056108

2. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

3. Enter into any lawful arrangements for sharing profits and losses in any transaction or transactions, and to promote and organize other corporations.

#### ARTICLE IV.

##### AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue are 1,000 shares with \$1.00 par value.

#### ARTICLE V.

##### PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 8101 Biscayne Blvd., 102, Miami, FL 33138.

#### ARTICLE VI.

##### REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 444 Brickell Avenue, Suite 300, Miami, Florida 33131. The initial registered agent at that address is STEWART A. MERKIN, ESQ.

#### ARTICLE VII.

##### DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of at least one person, the exact number to be determined from time to time in accordance with the By-Laws.

FILED

11 MAR -2 AM 11:23

The names and addresses of the first board of directors who shall serve until the first annual meeting of shareholders or until their successors are elected and qualified shall be:

NAMES

ADDRESSES

Dany Sebaaly

8101 Biscayne Blvd., 102  
Miami, FL 33138

ARTICLE VIII.

INCORPORATOR

The name and address of the incorporator is: STEWART A. MERKIN, ESQ., 444 Brickell Avenue, Suite 300, Miami, Florida 33131.

ARTICLE IX.

INDEMNIFICATION

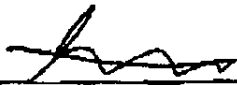
The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE X.

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 2 day of March, 2011.

  
\_\_\_\_\_  
Stewart A. Merkin, Esq.  
Incorporator

FILED

11 MAR -2 AM 11:23  
H11000056108

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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:

**SEBAALY GROUP, INC.**

2. The name and address of the Registered Agent and office is:

Stewart A. Merkin, Esq.  
444 Brickell Avenue, Suite 300  
Miami, Florida 33131

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



Stewart A. Merkin, Esq.

DATE: March 2, 2011

H11000056108