

Div. AR. 4. 2. 1. 1:33 PM NO. 24 P. ge 1 of 1

P11000021979

**Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet**

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.

(((H11000056523 3)))



H110000565233ABCX

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 : BUCKINGHAM, DOOLITTLE & BURROUGHS, LLP
Account Number : I20020000076
Phone : (330)258-6495
Fax Number : (330)252-5495

****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
MESSER & ASSOCIATES, INC.**

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 05 |
| Estimated Charge | \$78.75 |

RECEIVED
11 MAR -4 PM 4:03
DIVISION OF CORPORATIONS

2011 MAR -4 PM 3:13
DIVISION OF CORPORATIONS

[Electronic Filing Menu](#) [Corporate Filing Menu](#) [Help](#)

JF 3/7/11



March 4, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

BUCKINGHAM DOOLITTLE & BURROUGHS, LLP

SUBJECT: MESSER & ASSOCIATES, INC.
REF: W11000012563

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

If you have any further questions concerning your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

FAX Aud. #: H11000056323
Letter Number: 311A00005405

2011 MAR -4 PM 3:13

Fax Audit Number: H11000056523 3

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS

2011 MAR -4 PM 3:13

ARTICLES OF INCORPORATION
OF
MESSER & ASSOCIATES, INC.

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a Corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this Corporation is MESSER & ASSOCIATES, INC.

ARTICLE II

The initial street address and the initial principal office of the Corporation shall be: 8115 Alberti Drive, Lake Worth, FL 33467.

ARTICLE III

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporations Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE IV

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

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V

The number of Directors constituting the initial Board of Directors of this Corporation is One (1). The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The names and street addresses of the initial Directors of this Corporation are:

Name
Max Messer

Address
8115 Alberti Drive
Lake Worth, FL 33467

Fax Audit Number: H11000056523 3

Fax Audit Number: H110000565233

The initial Directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of Directors which occurs between annual meetings.

ARTICLE VI

The name and address of the Corporation's initial registered agent is:
Max Messer, 8115 Alberti Drive, Lake Worth, FL 33467.

ARTICLE VII

The name and address of the Incorporator is:
Max Messer, 8115 Alberti Drive, Lake Worth, FL 33467

ARTICLE VIII

It is the intention of the Corporation to indemnify its Officers, Directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE IX

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE X

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the Bylaws of the Corporation. The Shareholders of this Corporation shall have exclusive authority to fix the compensation of Directors of this Corporation, unless otherwise provided in the Bylaws.

ARTICLE XI

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XII

The Corporation, its Shareholders, or any combination of the Corporation and its Shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates

Fax Audit Number: H110000565233

Fax Audit Number: H11000056523 3

representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 28 day of February, 2011.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

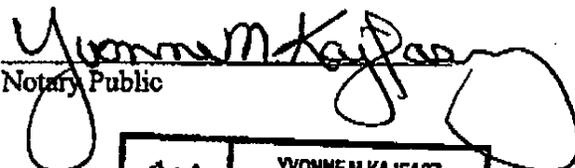
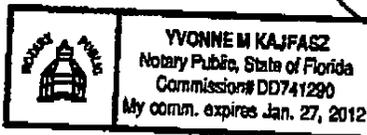


Max Messer, Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments, personally appeared Max Messer, to me known to be the person described in and who executed the foregoing Articles of Incorporation of MESSER & ASSOCIATES, INC., and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 28th day of February, 2011.


Notary Public

Fax Audit Number: H11000056523 3

Fax Audit Number: H11000056523 3

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

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following is submitted:

That MESSER & ASSOCIATES, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 8115 Alberti Drive, Lake Worth, FL 33467, has named Max Messer, located at 8115 Alberti Drive, Lake Worth, FL 33467, as its agent to accept service of process within Florida.

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 performance of my duties.



Max Messer, as Registered Agent

2011 MAR -4 PM 3:13
DIVISION OF CORPORATIONS

Fax Audit Number: H11000056523 3