

LAW OFFICES
FREEDMAN & VEREBAY, P.A.
190 N.E. 19th STREET • SUITE 204
NORTH MIAMI BEACH, FLORIDA 33179

BRUCE H. FREEDMAN
BOARD-CERTIFIED CIVIL TRIAL
LAWYER

ARTHUR DROTZER, OF COUNSEL

SUSAN W. FREEDMAN, R.N.
PARALEGAL

DADE (305) 651-0075
BROWARD (305) 920-9119
FAX (305) 651-5979

January 16, 1995

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

200001386802
-01/23/95--01058--001
*****70.00 *****70.00

Re: MAX II, INC.

Dear Sir:

Enclosed please find the articles of incorporation for the above referenced corporation and my check in the sum of \$70.00.

Please be advised that I do not want a certified copy.

Very truly yours,


Layne Verebay

LV/jc
Enclosure

FILED
95 JAN 20 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MAX II, INC.

FILED
05 JAN 20 PM 4:19
SECRETARY OF STATE
TAMPA, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is:
MAX II, INC.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida. The principal place of business is

6846 N. UNIVERSITY DRIVE
TAMARAC, FL 33321

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock of one class only with a par value of one dollar (\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money or property, labor or service.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V - RESIDENT AGENT AND INITIAL RESIDENT OFFICE

The Resident Agent and the street address of the initial Resident Office of this corporation in the State of Florida shall be:

LAYNE VEREBAY
190 N.E. 199th Street
Suite 204
North Miami, Florida 33179

The Officers of this corporation may from time to time move the Registered Office to any other address in the State of Florida.

ARTICLE VI - BOARD OF DIRECTORS

The number of members of the initial Board of Directors shall be one. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the shareholders but shall never be less than one. The name and address of initial Director is:

JACK BLOOM
6846 N. UNIVERSITY DRIVE
TAMARAC, FLORIDA 33321

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of this corporation are:

President:

JACK BLOOM
6846 N. UNIVERSITY DRIVE
TAMARAC, FLORIDA 33321

Treasurer:

JACK BLOOM
6846 N. UNIVERSITY DRIVE
TAMARAC, FLORIDA 33321

Secretary:

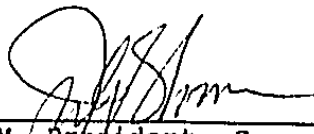
JACK BLOOM
6846 N. UNIVERSITY DRIVE
TAMARAC, FLORIDA 33321

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these articles is:

JACK BLOOM
6846 N. UNIVERSITY DRIVE
TAMARAC, FLORIDA 33321

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
16 day of January, 1995.

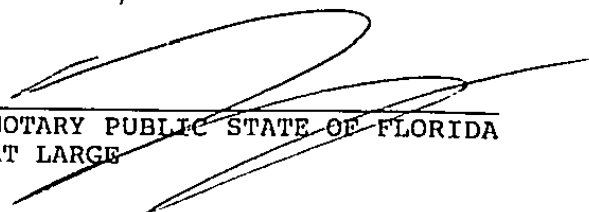


JACK BLOOM, President, Secretary
Treasurer and Incorporator

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

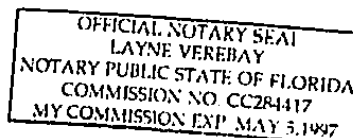
I HEREBY CERTIFY that before me, the undersigned authority, personally appeared JACK BLOOM to me known to be the person described in and who executed the foregoing articles of incorporation, and acknowledges before me that said person subscribed to those articles of incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid this 16 day of January, 1995.



NOTARY PUBLIC STATE OF FLORIDA
AT LARGE

MY COMMISSION EXPIRES:



ACCEPTANCE OF APPOINTMENT AND
AGREEMENT TO ACT AS RESIDENT AGENT FOR
MAX II, INC.

FILED
25 JAN 20 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, LAYNE VEREBAY, have been nominated to act in the capacity of RESIDENT AGENT, to the above named Florida Corporation, and to accept service of process and other legal process on behalf of the said corporation, and do agree to serve in that capacity until further notice is served upon the Secretary of State.

My address for which service can be effected is:

190 N.E. 199th Street
Suite 204
North Miami, Florida 33179

ACCEPTED this 16 day of January, A.D. 1995.


LAYNE VEREBAY

P9500006207

1201 HAYS STREET

800-343-0006



ACCOUNT NO. : 072100000032

REFERENCE : 922983 81294A

AUTHORIZATION :

COST LIMIT : • PREPAID

FILED
MAR 18 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 18, 1996

ORDER TIME : 9:59 AM

ORDER NO. : 922983

CUSTOMER NO: 81294A

500001785745
-04/18/96--01074--021
*****35.00 *****35.00

CUSTOMER: Layne Verebay, Esq
Freedman & Verebay, P.a.
190 N.e. 199th St., Suite 204

N. Miami Beach, FL 33179

DOMESTIC AMENDMENT FILING

NAME: MAX II, INC.

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECORDED
MAR 19 AM 11:15
DIVISION OF CORPORATION

AMEND
KCC
4-18

LAW OFFICES
FREEDMAN & VEREBAY, P.A.

190 N.E. 199 STREET • SUITE 204
NORTH MIAMI BEACH, FLORIDA 33179

BRUCE H. FREEDMAN
BOARD CERTIFIED - CIVIL TRIAL
LAYNE VEREBAY

ARTHUR BROTZER, ESQ. COUNSEL

SUSAN W. FREEDMAN, R.N.
PARALEGAL

DADIL: (305) 651-0073
BROWARD: (954) 920-9119
FAX: (305) 651-5979

April 17, 1996

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

Re: MAX II, Inc.

Dear Sir:

Enclosed please find the articles of amendment to articles of incorporation for the above referenced corporation and my check in the sum of \$35.00. Please amend Article VII to the Articles of Incorporation to replacing Jack Bloom with Jack Frankel as all officers and director of Max, II, Inc.

Please be advised that I do not want a certified copy.

Very truly yours,



Layne Verebay

LV/jc
Enclosure

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MAX II, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

Article VII is amended as follows:

Jack Bloom is deleted as all officers and director
Jack Frankel is added as all officers and director of MAX II, Inc.

FILED
96 APR 18 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 4/11/96.

FOURTH: Adoption of Amendment(s) (check one)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 17 day of April, 1996.

Signature

[Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JACK FRANKEL, President

Typed or printed name

Title

MAX II, INC.

The undersigned, Jack Bloom, hereby resigns his position as officer and director of Max II, Inc. I hereby transfer any and all interest I have in any stock in Max II, Inc. (none of which was ever issued) to Jack Frankel.

I hereby instruct all banks which list my name as an authorized signature on any checking account to remove my name and substitute Jack Frankel.

Dated this 11 day of April, 1996.



Jack Bloom