

P95600012158

2/13/95

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM

11:35 AM

((H95000001751)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135

CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

((H95000001751)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: HEART OF DIAMONDS, INC.

FAX AUDIT NUMBER: H95000001751  
DATE REQUESTED: 02/13/1995  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 7  
ESTIMATED CHARGE: \$122.60

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 11:35:23  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000001751)))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM Connect: 00:36:31

FILED  
95 FEB 13 PM 3:59  
Tallahassee, Florida

2/13/95

H9500000 1751

H9500000 1751

PREPARED BY:  
JOSH BENNETT, ESQ.  
120 Lincoln Rd.  
suite 440  
Miami Beach, Fl.  
33139  
Fl Bar #064-2037

ARTICLES OF INCORPORATION

of  
HEART OF DIAMONDS, INC.  
a Florida corporation

WE, the undersigned, DEHMAN SEDAGHATFAR

hereby associate ourselves for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

HEART OF DIAMONDS, INC., a Florida corporation

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. to engage in any legal business.
- b. To make and carry out contracts for buildings, erecting, improving and repairing buildings, structures, improvements, warehouses, docks and structures of every kind and nature whatsoever.
- c. In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including issue and sale of

H9500000 1751

other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of indebtedness of all kinds, whether secured by mortgage, pledge, deed or trust or otherwise.

d. Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter may be authorized by law, and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

#### ARTICLE III

##### CAPITAL STOCK

The authorized capital stock of this corporation shall be divided into 100 Shares of common stock of \$1.00 par value.

All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or unissued stock of this corporation until such time as an Amendment to the By-Laws may be passed. This provision is made pursuant to Florida Statute 608.42.

H9500000 1751

H9500000 1751

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be a minimum of ~~ONE THOUSAND~~ (\$1,000.00) Dollars.

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be 1 NE 1st Street, Miami, Florida, 33132, with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII

The Resident Agent designated to accept service of process for the corporation shall be Norman Ciment, Esq., 407 Lincoln Road, #4C, Miami Beach, Florida, 33139.

ARTICLE VIII

The number of Directors of this corporation shall be not less than ~~one~~ (1) nor more than ~~three~~ (3).

ARTICLE IX

DIRECTORS

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or

H9500000 1751

H 9500000 1751

until their successors are chosen, shall be:

NAME  
HERMAN SEDAGHATFAR

ADDRESS  
1 NE 1st Street, Miami, Fl.  
33132

ARTICLE X

The name and addresses of the Officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>
HERMAN SEDAGHATFAR, President, Vice President, Sec'y, Treasurer	1 NE 1st St. Miami, Florida 33132

ARTICLE XI

The names and post office addresses of the subscribers and the number of shares each agree to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
HERMAN SEDAGHATFAR	1 NE 1 Street Miami, Florida 33132	100

H 9500000 1751

H9500000 1751

H9500000 1751

ARTICLE XIII

ACKNOWLEDGMENT

STATE OF FLORIDA }  
COUNTY OF DADE } SS:

I HEREDY CERTIFY that on this 9th day of February,  
1995, personally appeared before me, the undersigned Notary Public  
in and for the State of Florida, BOHDAM SEDAGHATEF

parties to the foregoing Certificate of Incorporation, and each acknowledged that he or she did make, subscribe and acknowledge the foregoing Certificate as and for his or her voluntary act and deed, and that the facts therein set forth are true and correct as given under my hand and official seal, the day and year first written at Dade County, Florida.



My Commission DC407177  
Expires Sep. 14, 1996  
Elected by JAG  
800-422-1086

[Signature]  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:

H9500000 1751

H9500000 1751

ARTICLE III

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

In compliance with Section 40.091, Florida Statutes, the  
following is submitted:

First, that HEART OF DIAMONDS, INC., a Florida  
corporation, (name of corporation)  
desiring to organize or qualify under the laws of the State of  
Florida, with its principal place of business at City of \_\_\_\_\_  
Miami, State of Florida, has named \_\_\_\_\_  
Norman Clement, Esq., located at 407 Lincoln Road,  
#4C, City of Miami Beach, State of  
Florida, as its agent to accept service of process within Florida.

x Norman Clement, Esq.  
Subscriber  
HERNAN SEDAGHATFAR

x Norman Clement, Esq.  
Principal Officer  
HERNAN SEDAGHATFAR  
President

Title  
Date: February 9, 1995

Having been named to accept service of process for the  
above stated corporation, at the place designated in this Certifi-  
cate, 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.

x Norman Clement, Esq.  
Resident Agent  
HERNAN SEDAGHATFAR  
Date: February 9, 1995

FILED