

MARSHALL KING
PETER H LEAVY
ROBERT A HADIN
FERNETH G LANCASTER

OF COUNSEL
WALTER W RABIN*
JANE R LEAVY

P95000019188

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATE: 10-1-83
TIME: 11:00 AM

SUITE 301
375 SUNSET DRIVE
SOUTH MIAMI, FLORIDA 33141
TELEPHONE (305) 666 6000
FAX (305) 666 0474

* ALSO MEMBER OF PENNSYLVANIA HALL

900001410619
-02/20/95--01100--011
***122.50 ***122.50

Dear Sir/Madam:

Thank you for your cooperation and consideration in this matter.

Very truly yours,

~~KENNETH~~/G. LANCASTER

KGL/nh

Enc.

FAUSERNANCYINC\CASSEL.SEC

ENNETH G. LANCASTER



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 21, 1995

KENNETH G. LANCASTER
5975 SUNSET DRIVE STE. 301
SO MIAMI, FL 33143

SUBJECT: CASSEL, INC.
Ref. Number: W95000003940

We have received your document for CASSEL, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 895A00007769

**ARTICLES OF INCORPORATION
OF
CASSEL INVESTMENTS, INC.**

ARTICLE I - NAME

The name of this corporation is CASSEL INVESTMENTS, INC.

ARTICLE II - ADDRESS

The principal address of this corporation is: 5020 Orduna Drive, Coral Gables, FL 33146.

ARTICLE III - DURATION

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

ARTICLE IV - PURPOSE

This corporation is organized for the following purposes: property management, financial services on a long range basis real estate sales and for the purpose of transacting any or all other lawful businesses permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is CASSANDRA RODRIGUEZ, 5020 Orduna Drive, Coral Gables, Florida 33146.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time

SECRET
STATE
TALLAHASSEE, FLORIDA
MAR-6 AM 10:56

to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

CASSANDRA RODRIGUEZ 5020 Orduna Drive
Coral Gables, FL 33146

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:
CASSANDRA RODRIGUEZ.

ARTICLE VIV - BY-LAWS

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

ARTICLE X - STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

CASSANDRA RODRIGUEZ 500 shares

ARTICLE XI - CALLING OF SPECIAL MEETINGS

Special meeting of shareholders may be called by forty percent (40%) of the shares entitled to vote.

ARTICLE XII - SHAREHOLDER QUORUM AND VOTING

Fifty one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of Fifty One Percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII - APPROVAL OF
SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIV - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE XV - MANAGEMENT OF CORPORATION

BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XVI - POWERS

This corporation shall have the corporate powers:

(a) To have perpetual succession by its corporation name unless a limited period of duration is stated in its Articles of Incorporation.

(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to, and use its credit to assist its officers and employees in accordance with §607.0833.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

(i) To lend money for its corporate purposes, invest and

reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(l) To make and alter By-Laws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(n) To transact any lawful business which the board of directors shall find to be in aid of governmental policy.

(o) To pay pension and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE XVII - DIRECTORS COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVIII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law. The private property of the stockholders shall not be subject to the payment of the corporate debts in any manner whatsoever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

ARTICLE XIX -AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, 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 16 day of February 1995.

Cassandra Rodriguez
CASSANDRA RODRIGUEZ

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 16 day of February, 1995, by CASSANDRA RODRIGUEZ, who is personally known to me or who has produced as identification who did take an oath.

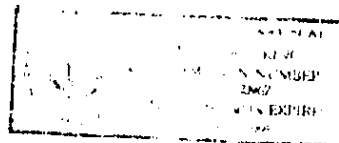
NOTARY PUBLIC:

Sign: Marshall King

Print: Marshall King

STATE OF FLORIDA AT LARGE (Seal)
My Commission Expires:

FAUSER\NANCY\INC\CASSEL\ART



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

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

CASSEL INVESTMENTS, INC.

desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the articles of incorporation
incorporation at City of Miami, County of Dade, State of Florida
has named CASSANDRA RODRIGUEZ, located at 5020 Orduna Drive. City
of Coral Gables, County of Dade, State of Florida, as its agent
to accept service of process within this state.

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


CASSANDRA RODRIGUEZ

F:\USER\INANCY\INC\CASSEL\RA

RECEIVED
COUNTY CLERK
DADE COUNTY
JAN 11 2005
3-11-05

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 NOV 22 AM 9:23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOCUMENT # **P95000019188**

1 Corporation Name

CASSEL INVESTMENTS, INC.

Principal Place of Business

**9800 ORLANDA DRIVE
CORAL GABLES FL 33146**

Mailing Address

**9800 ORLANDA DRIVE
CORAL GABLES FL 33146**

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2 New Principal Office Address, If Applicable

3 New Mailing Office Address, If Applicable

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

4. Date Incorporated or Qualified
To Do Business in Florida

09/09/1995

5. FEI Number

65-0591310

Applied For

Not Applicable

6.

CERTIFICATE OF STATUS DESIRED ☐

7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
D	RODRIGUEZ, CASSANDRA	9800 ORLANDA DRIVE	CORAL GABLES FL 33146

000002014720-3
-11/26/96--0111-024
*****375.00 ***375.00**

8. Name and Address of Current Registered Agent

**RODRIGUEZ, CASSANDRA
9800 ORLANDA DRIVE
CORAL GABLES FL 33146**

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

C. Rodriguez
REQUIRED
REGISTERED AGENT MUST SIGN

Date **11/18/96**

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(f), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

C. Rodriguez
REQUIRED
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
CASSANDRA RODRIGUEZ

Date

Daytime Phone #

11/18/96 665-4555
305