

P95000023420

FILED

95 MAR 23 AM 10:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

900001437543
-03/23/95--01005--012
****490.00 ****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. VIA ROSA FINANCIAL SERVICES, INC.
(Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

☐ Walk in ☒ Pick up time 1:30

☐ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

MAR 23 1995 BSB

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF**

VIA ROSA FINANCIAL SERVICES, INC.

FILED
95 MAR 23 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **VIA ROSA FINANCIAL SERVICES, INC.**

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is 6515 Via Rosa, Boca Raton, Florida 33433 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - PRESIDENT

The initial President of the corporation shall be Thea D. Wachsman whose address shall be the same as the principal office of the corporation.



343 ALMERIA AVENUE • CORAL GABLES, FL. 33134 • (305) 445-2700 • (800) 603-3900 • FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL. 33114-4479

ARTICLE 6 - CORPORATE CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 7 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 8 - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE 9 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 11 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 12 - EFFECTIVE DATE

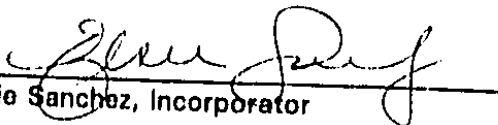
These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 13 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



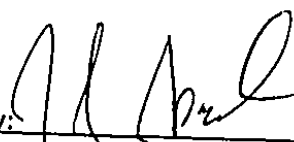
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 22 day of March, 1995.


Elsie Sanchez, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel,
Chartered doing business as
AmeriLawyer®

By: 
Lawrence J. Spiegel, President

ARTIFICIAL



AMERILAWYER®

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MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

P950000 23420

Wachman and Rappaport P.A.

CERTIFIED PUBLIC ACCOUNTANT

6100 West Orange Boulevard

Margate, Florida 33063

6515 VIA ROSA

BOCA RATON FL 33433

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

FILED
55 APR 24 PM 12:48
TALLAHASSEE, FLORIDA

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4/24/95
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**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: VIA ROSA FINANCIAL SERVICES INC

1b. The mailing address of the corporation is: 6515 VIA ROSA
BOCA RATON FL 33433

1c. Date of incorporation: MARCH 23, 1995 Document number: 1950020-23-120

2. The name and address of the current registered agent and office:

THE LAW FIRM OF LAWRENCE J. SPAGNA, CHAIRMAN
313 ALMAGRA AVENUE
COAC GASCO FL 33134

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

THEA D WACHSMAN
6515 VIA ROSA
BOCA RATON FL 33433

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Thea Wachsman
(Signature of an officer, chairman or
vice chairman of the board)

4-19-95
(Date)

THEA WACHSMAN President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Thea Wachsman
(Signature of Registered Agent)

4-19-95
(Date)

P95000023420

Law Offices
N. SANDY KONIGSBERG, P.A.
9900 West Sample Road, Suite 400
Coral Springs, Florida 33065

N. SANDY KONIGSBERG
MEMBER NEW YORK & FLORIDA BARS

TEL: (954) 341-7244
FAX: (954) 344-0288

August 2, 1996

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

Re: Amendment to Articles of Incorporation of
Via Rosa Financial Services, Inc.

To Whom it May Concern:

Enclosed please find an original and one copy of the Amendment to Articles of Incorporation for the above referenced corporation which is being forwarded to you for filing.

Also enclosed is a check in the amount of \$35.00 covering the cost of filing same. I would appreciate your send me a filed copy of the amendment in the enclosed, stamped, self-addressed envelope, together with the State Certificate revealing the amended corporate name.

Should you have any questions regarding the enclosed, please do not hesitate to contact the undersigned.

Very truly yours,


N. SANDY KONIGSBERG

NSK/rg

Encls.

N/C

FILED
96 AUG 12 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document # P95000023420 (9)

AMENDMENT TO ARTICLES OF INCORPORATION
OF
VIA ROSA FINANCIAL SERVICES, INC.

FILED
96 AUG 12 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Board of Directors of the above referenced corporation hereby file this amendment pursuant to Florida Statute 607.1002 in order to change the corporate name, and affirms that the undersigned has the unanimous authority to effectuate such change, and that they are expressly permitted to make such change without shareholder action; and further does agree to the following amendments to said Articles of Incorporation:

ARTICLE ONE

NAME

This corporation, Via Rosa Financial Services, Inc. shall hereinafter be known as Via Rosa Associates, Inc., as of the date of the filing of this amendment.

ARTICLE TWO

INFORMATION OF BUSINESS ACTIVITY

That in all other respects, the purpose or purposes of the business shall continue under all applicable State and Federal laws and the corporation shall transact business for all lawful purposes. The right to file this amendment is specifically granted in said original Articles of Incorporation. This amendment will fully amend or modify the Articles of Incorporation as set forth herein and all other articles relevant to the corporation's perpetual existence are hereby ratified.

The undersigned, representing the entire Board of Directors of Via Rosa Financial Services, Inc., a corporation in good standing in the State of Florida, does make and file this

amendment to the Articles of Incorporation, hereby declaring and certifying that the facts herein contained are stated true.

Idea Weissman
DIRECTOR

STATE OF FLORIDA)
COUNTY OF BROWARD)

BE IT REMEMBERED, that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared *Idea Weissman*, to me known to be the person described in as the Director in the foregoing Amendment to Articles of Incorporation and he/she acknowledged before me that he/she executed said Amendment to Articles of Incorporation for the purposes stated therein.

WITNESS my hand and official seal at *Coconut Creek*, Florida this *6th* day of August, 1996.

Mary E. Fino
NOTARY PUBLIC
STATE OF FLORIDA



MARY E. FINO
MY COMMISSION # 00354410 EXPIRES
March 9, 1998
BONDED THROUGH FARMERS INSURANCE, INC.