

# P95000023678

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03/14/95 01056--020  
\*\*\*122.50 \*\*\*122.50

Professional Financial Accounting, Inc.  
P.O. Box 21723  
Ft. Lauderdale, FL 33335

OFFICE USE ONLY

EFFECTIVE DATE  
4-01-95

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

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

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

502, 308 9/23/95  
W95-5782  
P95-23678

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

March 15, 1995

**PROFESSIONAL FINANCIAL ACCOUNTING, INC.**  
**P.O. BOX 21723**  
**FT. LAUDERDALE, FL 33335**

**SUBJECT: HOM DESIGN INC.**  
**Ref. Number: W95000005782**

We have received your document for HOM DESIGN INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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.

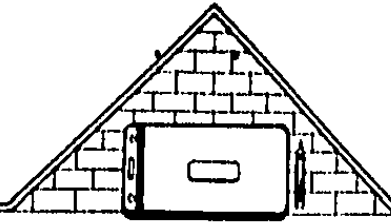
If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6929.

**Brendolyn Bruton**  
Corporate Specialist

Letter Number: 995A00011591



*Professional Financial Accounting, Inc.*

1001 S. Andrews Ave.  
Suite 102  
PO Box 21723  
Ft. Lauderdale, FL 33335  
(305) 763-2900

March 20th 1995.

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

Letter Number: 995A00011591

Please find enclosed document being filed for Incorporation.

We have changed the name to Hand on Man Inc.

Thank you for your consideration in this matter.

*Sheila A. Modas*

Sheila A. Modas.

sam

## ARTICLES OF INCORPORATION

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a Corporation under the laws of the State of Florida.

### ARTICLE I

#### Name of Corporation

The name of the Corporation shall be Hand on Man Inc.

### ARTICLE II

#### Nature of Business

The Corporation may engage in any activity permitted under the laws of the United States, or this State.

### ARTICLE III

#### Capital Stock

The Capital Stock of this Corporation shall consist of 1000 shares of common stock of \$1.00 par value, fully paid and nonassessable. The whole, or any, part of the Capital Stock of this Corporation may be paid for in lawful money of the United States of America or in property, labor or services at a just valuation to be fixed by the Directors.

### ARTICLE IV

#### Amount of Capital Necessary to Begin Business

The amount of capital with which this Corporation shall begin business shall not be less than \$500.00.

### ARTICLE V

#### Perpetual Existence

This Corporation shall have perpetual existence.

FILED  
APR 23 PM 3 49  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
4-01-95

## ARTICLE VI

### Principal Place of Business

The initial street address in this State of the principal office of the Corporation shall be 5201 Ravenswood Road # 117  
Ft. Lauderdale Fl 33312  
or at such other place within the State of Florida as the Board of Directors shall by appropriate action hereafter from time to time determine.

## ARTICLE VII

### Number of Directors

The Corporation shall have no less than one nor more than five Directors.

## ARTICLE VIII

### Name and Address of Directors

The name and address of the first Director who, subject to the provisions of this Charter, the by-laws of the State of Florida, shall hold office for the first year of the Corporate existence, or until his successors are elected and have qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Nancy S. Cromar, President	2921 Sheridan Avenue # 3 Miami Beach Fl 33140
Dan Owens, Vice-President	2340 S.W. 25th Street Miami, Fl 33133

### Number of Officers

The Corporation shall have no less than one nor more than five Officers.

### Name and Address of Officers

The name and address of the first-office, who subject to the provisions of this Charter, the by-laws of the State of Florida, shall hold office for the first year of the corporate existence, or until his successors are elected and have qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Nancy S. Cromar, President	2921 Sheridan Avenue # 3 Miami Beach Fl 33140
Dan Owens, Vice-President	2340 S.W. 25th Street Miami Fl 33133

## ARTICLE IX

### Name and Address of Subscribers

<u>NAME</u>	<u>ADDRESS</u>
Nancy S. Cromar	2921 Sheridan Avenue # 3 Miami Beach Fl 33140

## ARTICLE X

### Powers of Board of Directors

To make, adopt, alter, amend and repeal the by-laws. To set apart out of any of the funds of the Corporation available for dividends a reserve, or reserves, for any proper purpose and to alter, or abolish, any such reserves, to authorize and cause to be executed mortgages and liens upon the property and franchises of this Corporation.

To designate by resolution passed by a majority of the whole board one or more committees, each to consist of one or more Directors, which committees, to the extent provided in such resolutions or in the by-laws of the Corporation and have power to authorize the seal of the Corporation to be affixed to all papers which require it.

From time to time determine whether and to what extent, at what times and places, and under what conditions and regulations the books and accounts of this Corporation, or any of them, other than the stock ledger shall be open to the inspection of the stockholders, and no stockholders shall have any right to inspect any account, book, or documents of the Corporation, except as conferred by law or authorized by resolution of the Directors or of the stockholders.

To sell, lease, or exchange all of its property or assets, including its good will and its corporate franchises, upon such terms and conditions and for such consideration which may be in whole or in part shares of stock in, and/or securities of, any other Corporation, when and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for what purpose, or when authorized by written consent of the

holders of a majority of the voting stock issued and outstanding.

This Corporation may, in its by-laws, convey powers additional to the foregoing upon the Directors in addition to the powers and authorities expressly conferred upon them by law.

If the by-laws so provide, the stockholders and Directors shall have the power to hold their meetings, to have an office or offices and to keep the books of this Corporation (subject to the provisions of the Statute) outside of the State of Florida as such places as may from time to time be designated by the by-laws or resolution of the Directors.

#### ARTICLE XI

##### Special Provisions

The following special provisions shall govern this Corporation:

(A) The time and place of the annual stockholders' meeting shall be fixed and provided for in the by-laws, and notices of the same shall be given in one of the methods provided by law.

Any stockholder may waive notice of the time, place, and purpose of any meeting either before, at, or after such meeting.

(B) There shall be a president of the Corporation, who shall also be a Director, one or more Vice Presidents, a Secretary and Treasurer, and such assistants as the Board of Directors may by resolution determine to be necessary. They shall be chosen by the Board of Directors, and shall hold office, subject to the laws of the State of Florida, until their successors are elected and shall qualify.

The number of Vice Presidents shall be fixed from time to time by the Board of Directors, which subject to the by-laws, shall prescribe the duties of each Vice President. This company may also have such other officers, agents, and factors deemed necessary and provided for by resolution of the Board of Directors and/or in the by-laws. All Officers, agents, and factors shall be chosen in such manner, hold their office for such time, and shall have such powers

and perform such duties as may be prescribed by the by-laws or determined by the Directors. Any person may hold two or more offices, except that the President may not also be Secretary, Assistant Secretary, or Vice President of the Corporation. None of the officers of the Corporation, except the President, need also be a member of the Board of Directors. The Board of Directors may at any time declare an office vacant or remove any officer and elect a successor thereto, and the stockholders may at any special meeting of the stockholders called for that purpose remove any director with or without cause.

(C) The Directors may describe a method, or methods, for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates therefore.

(D) No person shall be required to own, hold, or control stock in the Corporation as a condition precedent to hold in an office or being a Director of this Corporation.

(E) The original incorporators of the incorporation shall have the right, upon its organization, to assign and deliver their subscriptions of stock, as set forth in Article IX hereof, to any other person, firms, or corporations who may hereafter become subscribers to the capital stock of the Corporation, who upon accepting of such assignment shall stand in lieu of the original incorporators and assume, and carry out, all the rights, liabilities, and duties entailed by the said subscriptions, subject to the laws of the State of Florida and the execution of the necessary instruments of assignment.

(F) No contract, or other transaction, between the Corporation and any other Corporation, in the absence of fraud shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in or is a Director or Officer or are Directors or Officers of such Corporations and any Director, or Directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the Corporation or in which the corporation is interested, and no contract, act, or transaction of



the Corporation with any person or persons, firm, or Corporation in the absence of fraud, shall be affected or invalidated by the fact that any Director, or Directors, of the Corporation is a party, or parties, to or interested in such contract act, or transaction or in any way connected with such person, or persons, firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may otherwise be interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation that he is a Director of such subsidiary or controlled company.

(G) The officers of the Corporation who shall conduct the business of the Corporation during the first year of existence or until its successors are elected and qualified shall be:

<u>NAME</u>	<u>ADDRESS</u>
Nancy S. Gromar, President	2921 Sheridan Avenue # 3 Miami Beach Fl 33140
Dan Owens, Vice-President	2340 S.W. 25th Street Miami Fl 33133

#### ARTICLE XII

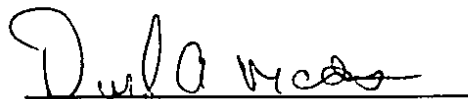
##### Right to Amend

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner nor hereafter prescribed by the law, and all rights conferred on officers. Directors and stockholders herein are granted subject to this reservation.

#### ARTICLE XIII

##### Resident Agent

Daniel A. Modas, with the address of 1001 S. Andrews Ave #102, PO Box 21723 Ft. Laud., Fl 33335, shall be Registered Agent for the Corporation. Daniel A. Modas has so consented to the appointment said below.

  
Daniel A. Modas

FILED  
1955 MAR 23 PM 3:49  
TALLAHASSEE, FLORIDA

**ARTICLE XIV**

**Commencement of Existence**

This Corporation shall commence its corporate existence upon the day of April, 1, 1995

IN WITNESS WHEREOF, the undersigned have made and subscribe these Articles this 20 day of MARCH 1995

WITNESS:

[Signature]

[Signature]

The Corporation may in its by-laws set up a stock redemption plan, on the stockholders and to be funded by Life Insurance. Both the stockholders and the Directors shall have power to add or subtract to the stock redemption plan.

We, the undersigned, being such of the original subscribers to these Articles on Incorporation herein before named for the purpose of forming a Corporation to do business with and without the State of Florida do make and file these Articles of Incorporation, hereby declaring that facts herein stated are true and accordingly have hereunto set our hands and seal on this 20th day of MARCH 1995

STATE of FLORIDA )

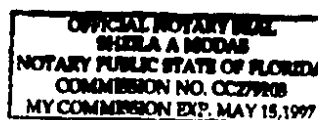
SS

COUNTY of BROWARD )

I HEREBY CERTIFY that on the 20 day of MARCH 1995 personally appeared before me NANCY S. CHOMAR to me personally known and She acknowledged before me that She executed the foregoing Article of Incorporation for the uses and purposes expressed.

[Signature]

Notary Public  
State of Florida



P9500023678

*Professional Financial Accounting, Inc.*

1001, S. Andrews Ave.  
Suite 102  
PO Box 21723  
Ft. Lauderdale, FL 33335  
(305) 783-2960

May 5th 1995.

Division of Corporations.  
P.O. Box 6327  
Tallahassee Fl 32314

RE: Hand on Man Inc  
Article P9500023678

Attn: Tala

With refence to the enclosed Artifice of Amendment  
(Hand of Man Inc) please find enclosed check in the  
amount of \$43.75, being payment for filing fee and  
a Certificate of status.

Sincerely,

*Daniel A. Modas*  
Daniel A. Modas.

DAM:sm

FILED  
95 MAY -8 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
300061400613  
-05/09/95--01076--002  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

*AK*  
*5-12*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

---

Hand On Man Inc  
(present name)

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*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)

P95000023678

The name of the corporation:  
Hand Of Man Inc.

FILED  
95 MAY -8 AM 10:30  
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: May 5, 1995 .

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 day 5<sup>th</sup> of May, 19 95.

Signature

Nancy S. Cromar

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Nancy S. Cromar

\_\_\_\_\_  
Typed or printed name

Incorporator, president

\_\_\_\_\_  
Title