

P95000028210

ROTHMAN & TOBIN, P.A.
ATTORNEYS AT LAW
DISCAYNE CENTRE - SUITE 740
11000 DISCAYNE BOULEVARD
MIAMI, FLORIDA 33191
DIVISION OF CORPORATIONS

MICHAEL ROTHMAN
MICHAEL S. TOBIN

TELEPHONE (305) 895-3225
TELEFAX (305) 895-7175

BROWARD OFFICE
55 WESTON ROAD
SUITE 305
FORT LAUDERDALE, FLORIDA 33320
(305) 389-7100

PLEASE REPLY TO
MIAMI OFFICE

April 5, 1995

Department of State
Post Office Box 6327
Tallahassee, Florida 32301

100001452481
-04/10/95--01063--004
****122.50 ****122.50

Attention: Division of Corporations

Re: Solovay & Porde s, Inc.

Gentlemen:

In connection with the above-mentioned corporation, we are enclosing herewith the original and one copy of the Articles of Incorporation, together with the original Certificate Designating Resident Agent, for filing in your office.

We also enclose herewith our trust check in the amount of \$122.50, representing the fee for filing of Articles of Incorporation (\$35.00), filing of the Certificate Designating Resident Agent (\$35.00), and a certified copy of the Articles of Incorporation (\$52.50) as filed with your office, to be returned to us for our file.

Thank you for your cooperation in filing the enclosed Articles and returning a certified copy to our office.

Very truly yours,

ROTHMAN & TOBIN, P.A.

Michael S. Tobin
Michael S. Tobin

Enclosures

NANCY HENDRICKS APR 10 1995

*Will
Wait*

ARTICLES OF INCORPORATION

OF

SOLOVAY & PORDES, INC.

The undersigned, subscribers to these Articles of Incorporation are natural persons, competent to contract, and they do hereby present these Articles for the formation of a corporation under the Laws of the State of Florida.

ARTICLE I

The name of this corporation is:

SOLOVAY & PORDES, INC.

ARTICLE II

NATURE OF BUSINESS

The general purposes for which the Corporation is organized are the following:

A. To engage in business as a real estate brokerage corporation.

B. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE III

CAPITAL STOCK

The capital stock of this Corporation shall consist of One Hundred shares (100) of common stock with a value of \$1.00 par value per share.

ARTICLE IV

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that

which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

INITIAL CAPITAL

The amount of the capital with which this Corporation shall begin business shall be FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE VI

TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law, said existence shall commence on the date of issuance of the Certificate of Incorporation herein by the Secretary of State of the State of Florida.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be located at 3640 Yacht Club Drive #709, North Miami Beach, Florida 33180, or such other place of business as may be determined and fixed by the Board of Directors from time to time. The Registered Agent of this Corporation shall be Michael S. Tobin located at 11900 Biscayne Boulevard #740 Miami, Florida 33181.

ARTICLE VIII

INDEBTEDNESS

The outstanding indebtedness of this Corporation shall be unlimited.

ARTICLE IX

DIRECTORS

The number of directors of the Corporation shall be not less than two (2) nor more than five (5) as the same may be provided for by the By-Laws of this Corporation. The By-Laws may provide

for an increased or decreased number of directors, or change thereof.

The names and post office addresses of the first Board of Directors, who, subject to the provisions of the By-Laws and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence or until their successors are chosen and elected, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
MICHAEL SOLOVAY	3610 Yacht Club Drive #912 North Miami Beach, FL 33180
MINDY PORDES	3640 Yacht Club Drive #709 North Miami Beach, FL 33180

ARTICLE X SUBSCRIBERS

The name and address of each subscriber to the capital stock of this Corporation, and the number of shares of stock each agrees to purchase are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
MICHAEL SOLOVAY	3610 Yacht Club Drive #912 North Miami Beach, FL 33180	50
MINDY PORDES	3640 Yacht Club Drive #709 North Miami Beach, FL 33180	50

ARTICLE XI CONFLICT OF INTEREST

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or Officers of, such other Corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this

Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors, and may vote at any such meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or Officer of such other Corporation or not so interested.

ARTICLE XII

AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the Stockholders herein are subject to this reservation.

ARTICLE XIII

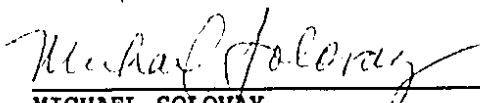

The following provisions for the regulation of the business and for the conduct of the affairs of the Corporation, and creating, dividing, limiting and regulating the powers of the Corporation, its Stockholders and Directors, are hereby adopted as a part of these Articles of Incorporation. The Board of Directors, from time to time, shall determine whether or not and to what extent and at what time and place, and under what conditions and regulations, the accounts and books of the Corporation or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any account or document of the Corporation, except as conferred by a Statute, or authorized by the Board of Directors, or by resolution of the Stockholders.

WHEREAS, this Corporation is and shall be a small business corporation as defined in Section 1244(c)(2) of the Internal Revenue Code and there is not now outstanding any offering or portion thereof of this Corporation to sell or issue any of its stock except as provided in Article III of these Articles of

Incorporation, being a sale to the original subscribers, who were issued or will be issued a total of 40 shares authorized, which is the maximum amount that can be issued within one year from this date in accordance with the plan adopted by the Board of Directors.

WHEREAS, it is further deemed advisable that the subscription, sale and issue of such shares be effectuated in such a manner that qualified shareholders may receive the benefits of Section 1244 of the Internal Revenue Code. The Corporation, and the parties hereto, are authorized to and shall take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code of 1954 amended, and the regulations issued thereunder.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated.


MICHAEL SOLOVAY

MINDY PORDES

STATE OF FLORIDA)
COUNTY OF DADE) ss:

BEFORE ME, the undersigned authority, this day personally appeared the above within named MICHAEL SOLOVAY and MINDY PORDES, to me well known and known by me to be the persons who executed the foregoing Articles of Incorporation of SOLOVAY & PORDES, INC., and they acknowledged before me, according to Law, that they made and subscribed to the same for the uses and purposes therein mentioned and stated and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at North Miami, in the County and State last aforesaid, this 3rd day of April, 1995.


NOTARY PUBLIC, STATE OF FLORIDA



MICHAEL S. TOBIN
My Commission CC410243
Expires Sep. 27, 1998
Bonded by AMJ
800-852-8878


CERTIFICATE DESIGNATING 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, the
following is submitted, in compliance with said Act:

First--That SOLOVAY & PORDES, INC., desiring to organize under
the laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at City of North Miami
Beach, County of Dade, has named MICHAEL S. TOBIN, located at 11900
Biscayne Blvd. Suite 740 Miami, Florida 33181, County of Dade,
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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.



MICHAEL S. TOBIN

FILED
95 APR 10 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000028210

Michael Allen
(Requester's Name)

11900 Biscayne Blvd, #110
(Address)

Miami, FL 33151 895-3225
(City, State, Zip) (Phone #)

CORPORATION

OFFICE USE ONLY

*****35.00 *****35.00

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

1. Polovany Prodes, Inc. Name
(Corporation Name) (Document #)
2. _____ Change
(Corporation Name) (Document #)
3. _____ Amend
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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

FILED
95 MAY 25 PM 3:32
TALMADGE

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 checked="" 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

ADH
\$1295
ADH
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ADH

Examiner's Initials

AMENDMENT TO ARTICLES OF INCORPORATION
OF
SOLOVAY & PORDES, INC.

FILED
MAY 25 PM 3:32
SECRET
TALLAHASSEE

Pursuant to Florida Statutes §607.1006, on May 1, 1995, an Amendment was adopted by unanimous consent of all the shareholders of SOLOVAY & PORDES, INC., to take the following action:

Change the name of the Corporation from

SOLOVAY & PORDES, INC.

to

ELITE INTERNATIONAL REALTY, INC.

Additionally, the following changes have been made with respect to the Board of Directors of the Corporation:

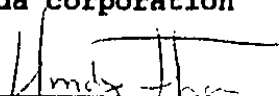
Michael Solovay is no longer a Director of the Corporation
Leo Ickowicz is now a Director of the Corporation
Drake Corrigan is now a Director of the Corporation
Mindy Thau remains a Director of the Corporation

Finally, the Shareholders of the Corporation are now as follows:

Mindy Thau	33 1/3%
Leo Ickowicz	33 1/3%
Drake Corrigan	33 1/3%

Notice is hereby directed to the Florida Secretary of State, Division of Corporations, to reflect this change in its records.

SOLOVAY & PORDES, INC.,
a Florida corporation


By: Mindy Thau, President

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra D. Morham
Secretary of State
DIVISION OF CORPORATIONS

96 OCT 28 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P95000028210**

1. Corporation Name

ELITE INTERNATIONAL REALTY, INC.

Principal Place of Business

Mailing Address

~~3000 N. MIAMI BEACH BLVD.~~

~~3000 N. MIAMI BEACH BLVD.~~

~~MIAMI BEACH FL 33136~~

~~MIAMI BEACH FL 33136~~

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

2. New Principal Office Address, if Applicable

16135 Biscayne Boulevard

Suite, Apt. #, etc.

City & State

Miami, Florida

Zip

33160

USA

3. New Mailing Office Address, if Applicable

16135 Biscayne Blvd.

Suite, Apt. #, etc.

City & State

Miami, Florida

Zip

33160

USA

4. Date Incorporated or Qualified To Do Business in Florida

5. FCI Number

65-0367362

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 Officer and/or Director	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
D	SOLOVAY, MICHAEL	3040 YACHT CLUB DR., #912	N. MIAMI BEACH FL 33180
D	PORDES, MINDY	3040 YACHT CLUB DR., #912	N. MIAMI BEACH FL 33180 Aventura
D	LEO ICKOWICZ	11377 SW 84 Lane	Kendal, FL 33173
D	Drake Corrigan	12001 Turnberry Way #220	Aventura, FL 33180
			800001996938--7 11/05/96--01188--009 ****383.75 ****383.75

8. Name and Address of Current Registered Agent

TOBIN, MICHAEL S
11900 BISCAYNE BLVD.
#740
MIAMI FL 33181

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

Mindy Pords

REGISTERED AGENT MUST SIGN

Date **10/03/96**

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)(i), 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:

Mindy Pords
Mindy Pords

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date **10/03/96**

Daytime Phone **(305) 940-6611**