

LAW OFFICES
KLEIN AND ASSOCIATES, P.A.
901 NORTHEAST 125TH STREET
NORTH MIAMI, FLORIDA 33161

DADE: (305) 891-6100
BROWARD: (305) 435-4044
FACSIMILE: (305) 891-6104

2400 SOUTH DIXIE HIGHWAY
SUITE 105
MIAMI, FLORIDA 33133

REPLY TO NORTH MIAMI

TELECOMMUNICATION TRANSMITTAL

DATE: May 10, 1995 OUR FILE NO.: _____

TO: Division Of Corporations FAX: (904) 922-4000

FROM: Ronald G. Klein PHONE: _____

REGARDING: Corporation Filing for Nordberg Property Management, Inc.

SPECIAL INSTRUCTIONS: _____

| <u>DESCRIPTION OF INSTRUMENTS FAXED</u> | <u>NUMBER OF PAGES</u> |
|---|------------------------|
| <u>Electronic Filing Cover Sheet</u> | <u>1</u> |
| <u>Articles Of Incorporation</u> | <u>4</u> |
| <u>Designation Of Registered Agent</u> | <u>1</u> |

Total Number of Pages Sent Including This Transmittal Page 7

IF YOU DO NOT RECEIVE ALL OF THE PAGES, PLEASE CALL (305) 891-6100 (DADE) OR (305) 435-4044 (BROWARD), AS SOON AS POSSIBLE.

The information contained in this facsimile message is legally privileged and confidential information intended only for the use of the individual or entity named above. If the Reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please immediately notify us by telephone. Thank you.

VERIFICATION OF RECEIPT OF FAX BY _____

H95000005248

Prepared By:
Ronald G. Klein, Esq.
901 N.E. 125th Street
North Miami, Florida 33161
305-891-6100

Florida Bar Number 230030

FILED
MAY 10 PM 5:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

- of -

Rodberg Property Management, Inc.

I, the undersigned, hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter, and I do make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation, and to that end I do by these Articles set forth:

ARTICLE I

NAME

The name of the corporation shall be: **Rodberg Property Management, Inc.**

ARTICLE II

DURATION

The duration of the corporation shall be perpetual unless sooner dissolved according to law.

ARTICLE III

PURPOSE

The general nature of the business, objects and purposes proposed to be carried on and transacted, are to do any or all lawful business for which corporations may be incorporated under the laws of the State of Florida including but not limited to the following:

(a) management of real property;

(b) The purposes specified herein shall be construed both as powers and purposes and shall in no wise be limited to or restricted by reference to, or inference from, the terms of any other clause in this or any other Article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers shall not be construed to limit or restrict in any

H95000005248

H9500005248

manner the meaning of the general terms of or the general powers of the corporation under the laws of the State of Florida; nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed;

(c) To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation, and in general to carry on any lawful business necessary or incidental to the attainment similar in nature to the objects set forth herein.

ARTICLE IV

SHARES

The aggregate number of shares of stock which the corporation is authorized to issue and have outstanding at any time Five hundred (500) shares of Common stock, which shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

PRINCIPAL OFFICE

The street address of the principal office of the corporation in the State of Florida is: 4815 South Georgia Avenue, West Palm Beach, Florida 33405; and the name of the corporation's initial Registered Agent is Ronald G. Klein, whose address is 901 Northeast 125th Street, North Miami, Florida 33161.

The Stockholders may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI

DIRECTORS

The number of directors of this corporation shall be not less than one (1). The number of directors may be increased from time to time by the By-Laws.

The name and address of the initial Board of Directors of this corporation is:

Mark O. Rodberg
4815 South Georgia Avenue
West Palm Beach, Florida 33405

H9500005248

H95000005248

**ARTICLE VII
INCORPORATOR**

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

Ronald G. Klein
901 Northeast 125th Street
North Miami, Florida 33161

**ARTICLE VIII
ADDITIONAL POWERS**

The Directors of the corporation, in addition to the powers conferred by the laws of the State of Florida, shall have the power to make, alter and repeal the By-Laws and to set apart out of any funds of the corporation available for dividends a reserve or reserves for any proper purpose, and to alter or abolish such reserve.

(a) The corporation shall have a first lien on the shares of its members' stock and upon all dividends due them for any indebtedness by such members of the corporation.

(b) The private property of the stockholder shall not be subject to the payment of the corporate debts to any extent whatsoever.

(c) The corporation shall have full power and lawful authority to accept property, real, personal or mixed; labor and services (whether such services are preformed prior to or after issuance of stock, provided that if the stock is issued prior to the rendition of the services, the shareholder shall execute a written promise to provide such services) in payment for shares of its capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(d) The shares of capital stock of the corporation, when certificates thereof shall be issued, shall be fully paid and non-assessable.

(e) Shares of the capital stock of the corporation shall be transferred only on the books of the corporation by the holders thereof in person, or by their attorney, upon the surrender and cancellation of a certificate or certificates for like number of shares.

(f) The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation and Certificate of Incorporation in any manner now or hereafter prescribed by law, and all rights conferred on officers, directors and stockholders herein are granted subject to this reserves.

H95000005248

119500005248

ARTICLE IX

DIRECTOR ACTION

The directors of this corporation may take action by written consent as provided by law.

ARTICLE X

INDEMNITY

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal, at Miami, Dade County, Florida, on May 10, 1995.



Ronald G. Klein (SEAL)

STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned officer, duly authorized to take oaths and acknowledgments under the laws of the State of Florida, Ronald G. Klein, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this May 10, 1995.



Notary Public, State of Florida

My Commission Expires:



GLENN PORTER
My Commission DC419468
Expires Oct. 10, 1998
Bonded by HAI
800-432-1866

H9500005248

1195000005248

**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, the Rodberg Property Management, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of West Palm Beach, County of Palm Beach, State of Florida, has named **Ronald G. Klein**, located at 901 Northeast 125th Street, North Miami, County of Dade, Florida 33161, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

(Must be signed by Designated Agent)

FILED
05 MAY 10 PM 5:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.



Ronald G. Klein
Registered Agent

1195000005248

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 OCT -9 PM 6:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P95000037161**

1. Corporation Name

RODBERG PROPERTY MANAGEMENT, INC.

Principal Place of Business

4815 SOUTH GEORGIA AVE.
W PALM BEACH FL 33405

Mailing Address

4815 SOUTH GEORGIA AVE.
W PALM BEACH FL 33405



REINSTATEMENT *916*

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

2. New Principal Office Address, if Applicable

~~251 Southern Boulevard~~
State, Apt. #, etc.

3. New Mailing Office Address, if Applicable

~~251 Southern Boulevard~~
State, Apt. #, etc.

4. Date Incorporated or Qualified
To Do Business in Florida

05/10/1995

5. FCI Number

65-0596066

Applied For

Not Applicable

City & State

West Palm Beach FL

City & State

West Palm Beach FL

Zip

33405

Country

Zip

Country

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 | RODBERG, MARK O | 4815 SOUTH GEORGIA AVE. 251 Southern Boulevard | W PALM BEACH FL 33405 |
| | | | 800001978358--0 -10/17/96--01027--013 ***383.75 ***383.75 |
| | | | <i>JB10-14-916</i> |

8. Name and Address of Current Registered Agent

~~KLEIN, RONALD G~~
~~801 NORTHEAST 126TH STREET~~
~~N MIAMI FL 33181~~

9. Name and Address of New Registered Agent

Name *Mark O. Rodberg*
Street Address (P.O. Box Number is Not Acceptable)
251 Southern Boulevard
State, Apt. #, Etc.
City *West Palm Beach* State **FL** Zip Code **33405**

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

Mark Rodberg

REGISTERED AGENT MUST SIGN

Date *10/7/96*

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:

Mark Rodberg
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

10/7/96
Date

(561) 833-1882
Daytime Phone #

CR2040 (7/96)