

19500038732

5-15-95 Andrea
Andrea Neuman
3191 Coral Way
Miami, FL 33148
441-1222

VALIDATION ONLY

95 MAY 16 PM 2:32
DIVISION OF CORPORATION

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CORPORATION(S) NAME

OPEN ROAD INVESTMENTS, Inc.

- | | | |
|--|--|---|
| ☒ Profit | ☐ Amendment | ☐ Merger |
| ☐ NonProfit | ☐ Foreign | ☐ Mark |
| ☐ Limited Partnership | ☐ Dissolution | ☐ Other |
| ☐ Reinstatement | ☐ Annual Report | ☐ Change of Registered Agent |
| ☐ Reservation | ☐ Photo Copies | ☐ Certificate Under Seal |
| ☒ Certified Copy | ☐ Call When Ready | ☐ Call If Problem |
| ☐ Walk In | ☐ Will Wait | ☐ After 4:30 |
| ☐ Pick Up | ☐ Mail Out | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

RECEIVED
MAY 16 1995
DIVISION OF CORPORATION

3/16/95
DS

EMPIRE Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION
of
OPEN ROAD INVESTMENTS, INC.**

ARTICLE I - NAME

The name of this corporation is OPEN ROAD INVESTMENTS, INC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation is: 1725 Mulford Avenue, Bronx, New York 10461.

ARTICLE III - PURPOSES

The purposes for which this corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- a. To transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act.
- b. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is 7,500 shares of common stock, having a nominal or par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors but in no event shall be less than \$1.00.

ARTICLE V - TERM

This corporation shall have perpetual existence.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office and agent of this corporation is: JACQUES MESHELL, 7800 Red Road, Suite 120, Miami, Florida 33143.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall initially have one (1) director to hold office until the first annual meeting of the shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office, or death. The number of Directors may either be increased or decreased from time to time in accordance with the By-Laws of the corporation. The name and address of the initial director is: MICHAEL A. O'CONNOR, 1725 Mulford Avenue, Bronx, New York 10461.

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ALLAHABAD, FLORIDA

ARTICLE VIII - INCORPORATION

The name and address of the Incorporator signing these articles is: MICHAEL A. O'CONNOR, 1725 Mulford Avenue, Bronx, New York 10461.

ARTICLE IX - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

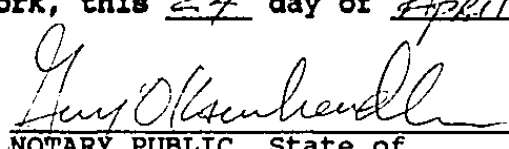
IN WITNESS HEREOF, I the undersigned Incorporator have hereunto set my hand and seal at Brooklyn, Kings County, New York, this 24 day of April, 1995.

 (SEAL)
MICHAEL A. O'CONNOR

STATE OF NEW YORK:
SS:
COUNTY OF KINGS :

Before me, the undersigned authority, this day personally appeared MICHAEL A. O'CONNOR, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation of: OPEN ROAD INVESTMENTS, INC. and that he signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and official seal at Brooklyn, Kings County, New York, this 24 day of April, 1995.


NOTARY PUBLIC, State of
New York at Large

My commission expires:

GUY OKSENHENDLER
Notary Public, State of New York
No. 020K5023236, Qual in Kings Co.
Commission Expires Jan. 31, 1996

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

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

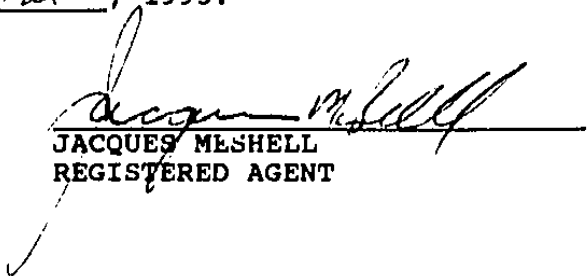
That OPEN ROAD INVESTMENTS, INC., a Florida Corporation, desiring to organize under the laws of the State of Florida, with its Registered Office, as indicated in the Articles of Incorporation, has named its Registered Agent to accept service of process within this state to be:

JACQUES MESHELL
7800 Red Road, Suite 120
Miami, Florida 33143

ACKNOWLEDGEMENT:

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

Dated this 29 day of April, 1995.


JACQUES MESHELL
REGISTERED AGENT