

JUN 13 1995 10:41 AM FROM: EMPIRE CORPORATE KEY COMPANY
S 10:41 AM
H95000006583
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

EMPIRE CORPORATE KEY COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 3- 9
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: #10 INC.
FAX AUDIT NUMBER: H95000006583
DATE REQUESTED: 08/13/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:41:27
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
((H95000006583))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2
NUM CAPS Connect: 00:19

Handwritten: 6/14
W-48034
NA

FILED
55 JUN 13 PM 4:57
TALLAHASSEE, FLORIDA

JUN-13-1995 16:12 FROM EMPIRE CORP. KIT

TO

19049224000 P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

June 13, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: #10 INC.
REF: W95000012034

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000006583
Letter Number: 895A00028971

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

FILED
JUL 13 PM 4:53
1995
FBI - MIAMI

(5)

H95000006583

ARTICLES OF INCORPORATION
OF

FELCO BROTHERS INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: FELCO BROTHERS INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 1822 WEST AVE.
MIAMI BEACH FLORIDA 33139

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

H95000006583

H95000006583

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute §607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

H95000006583

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 50 shares, having an individual par value of \$ 1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: JAY WHITE
1 N.E. 2 AVE. #200
MIAMI FLORIDA 33132

ARTICLE VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) whose to serve as an initial director(s) is:

PRESIDENT
ISRAEL FELLING
1822 WEST AVENUE
MIAMI BEACH FL 33139

VICE PRESIDENT
MENDE FELLING
1822 WEST AVENUE
MIAMI FL 33139

H95000006583

H95000006583

H9500006583

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 WEST FLAGLER STREET #200
MIAMI FLORIDA 33135

The undersigned has executed these Articles of Incorporation this 12 day of JUNE, 1995.

Ray C. Starnes
Incorporator

H9500006583

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that FELCO BROTHERS INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Florida)
with its principal office, as indicated in the articles of
incorporation has named JAY WHITE
(Name of Registered Agent)
located at MIAMI, County of DADE
(City) (County)
State of Florida, as its agent to accept service of process within
this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Registered Agent

FILED
95 JUN 13 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NICK FREEDMAN
JAY A. WHITE

THE WHITE BUILDING - SUITE 200
ONE NORTHEAST SECOND AVENUE
MIAMI, FLORIDA 33132
TELEPHONE (305) 258-1100
FAX (305) 388-2503
BROWARD (305) 433-8777

BROWARD OFFICE
808 SOUTHEAST 6TH STREET
SUITE 7
FORT LAUDERDALE, FL 33301
TELEPHONE (305) 766-8810

Return to Empire

June 26, 1995

Secretary of State
Tallahassee, FL

Attn: Corporations

Re: Felco Brothers #1715000045933 Filed 6/13/95

To whom it may concern:

Please make the following corrections to the above-referenced corporation:

1. Please delete the name of the Vice-President Mende Fellig. All Officers of the corporation should be Israel Fellig.
2. The correct spelling of the last name is Fellig. It currently reads Felling. This is the last name.

If you have any further questions, please feel free to contact me.
Thank you for your anticipated cooperation.

Very truly yours,

Karen Auletta
Karen Auletta
Legal Assistant for
Jay A. White, Esquire

16/30/95
ADH
ADH
ADH
ADH
ADH
ADH
ADH

*00789, 00689, 00672

Articles
Correction to

100001524361
-05/27/95--01047--018
*****35.00 *****35.00

FILED
95 JUN 27 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 JUN 27 AM 10:56
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

95 JUN 29 AM 11:05

DIVISION OF CORPORATIONS

June 27, 1995

Karen Auletta-Law Office of Freedman & White
The White Building-Suite 200
One Northeast Second Avenue
Miami, FL 33132

SUBJECT: FELCO BROTHERS INC.
Ref. Number: P95000045933

We have received your document for FELCO BROTHERS INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 595A00031467

ARTICLES OF CORRECTION
OF
FELCO BROTHERS INC.

RECEIVED
95 JUN 29 AM 11:05
DIVISION OF CORPORATION

ARTICLE I

FELCO BROTHERS FILED ON JUNE 13, 1995 ITS DOCUMENT NUMBER
IS: P95000045933.

ARTICLE II

THE CORRECTION THAT WE NEED TO MAKE IS ON PAGE THREE
ARTICLE VII OF THE ARTICLES OF INCORPORATION. THE SPELLING OF
THE OF THE OFFICERS ARE INCORRECT. PLEASE DELETE THE CURRENT
VICE-PRESIDENT FROM THE ARTICLES OF INCORPORATION.

ARTICLE III

ARTICLE VII ON PAGE THREE (3) ON THE ARTICLES OF INCORPORATION
SHOULD READ:

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF A TOTAL OF 1
PERSON AND THE NAME AND ADDRESS OF THE PERSON WHOSE TO SERVE
AS AN INITIAL DIRECTOR IS:

PRESIDENT
ISRAEL FELLIG
1822 WEST AVENUE
MIAMI BEACH FL 33139

FILED
95 JUN 27 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

ISRAEL FELLIG, PRESIDENT OF FELCO BROTHERS, I AFFIRM THE ABOVE CHANGES.

Israel Fellig

ISRAEL FELLIG/ PRESIDENT

SWORN TO AND SUBSCRIBED BEFORE ME THIS 28th DAY OF June, 1995



KAREN A. GONZALEZ
COMMISSION # CC 458216
EXPIRES MAY 2, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Karen A. Gonzalez

NOTARY PUBLIC

MY COMMISSION EXPIRES:

ARTICLES OF INCORPORATION

OF

FELCO BROTHERS INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: FELCO BROTHERS INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 1822 WEST AVE.
MIAMI BEACH FLORIDA 33139

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 50 shares, having an individual par value of \$ 1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: JAY WHITE

1 N.E. 2 AVE. #200
MIAMI FLORIDA 33132

ARTICLE VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) whose to serve as an initial director(s) is:

PRESIDENT
ISRAEL FELLIG
1822 WEST AVENUE
MIAMI BEACH FL 33139

~~VICE PRESIDENT
MENDE FELLIG
1822 WEST AVENUE
MIAMI FL 33139~~

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 WEST FLAGLER STREET #200
MIAMI FLORIDA 33135

The undersigned has executed these Articles of Incorporation this 12 day of JUNE, 1995.

Ray C. Starnett
Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that FELCO BROTHERS INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Florida)
with its principal office, as indicated in the articles of
incorporation has named JAY WHITE
(Name of Registered Agent)
located at MIAMI, County of DADE
(City) (County)
State of Florida, as its agent to accept service of process within
this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

Registered Agent