

P95000047684

June 9, 1995

TRANSMITTAL LETTER

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

T&L
SUBJECT: ~~L&P DEVELOPMENT, INC~~
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50

FROM: Michael Tornaquindici
P.O. Box 23596
Fort Lauderdale, FL 33307

900001510959
-06/12/95--01046--021
****122.50 ****122.50

*Michael Tornaquindici
gave auth to change
the name. 6/19/95
Dmc*

*1584 SE 21st Ave
Pompano Beach, FL
33062*

FILED
55 JUN 12 PM 9:13
TALLAHASSEE, FLORIDA

FILED

95 JUN 12 PM 3:19

ARTICLES OF INCORPORATION
OF

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

T&L
~~LOT~~ DEVELOPMENT, INC

The undersigned, has executed the following document as incorporator of the above 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 State of Florida.

ARTICLE I

The name of the corporation shall be:

T&L
~~LOT~~ DEVELOPMENT, INC.

P.O. Box 23596
Fort Lauderdale, Fl 33307

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. This Corporation shall be an S Corporation.

ARTICLE III

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:

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, of in any other manner reproduced;

To Purchase, take review, 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 in any part of its property assets:

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

To purchase, take receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, otherwise dispose of and otherwise deal in and with, share of other interest 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, 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 purpose, invest and reinvest its funds, and take and hold real or personal property as security for 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 the State;

To elect or appoint officers and agents of the corporation and define their duty and fix their compensation;

To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this State;

To make donations to the public welfare or for charitable, scientific, or educational purposes; To transact any lawful business that 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 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 may incur damages 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 sec. 607.014;

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 1,000 shares, having an individual par value of One Dollar.

Unless otherwise stated in these articles, there shall be only one class of stock for this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

Michael Tornaquindici
~~P.O. Box 23596~~ 1584 SE 21st Avenue
~~Fort Lauderdale, FL 33307~~
Pompano Beach, FL 33062

ARTICLE VI

The initial Board of Directors shall consist of a total of one (2) person, and the name and address of the person serving as initial directors shall be:

Michael Tornaquindici
P.O. Box 23596
Fort Lauderdale, FL 33307

(President, Secretary, Treasurer and Director)

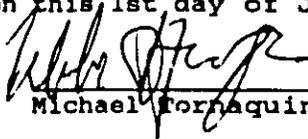
Paul Liebelt
401 S.W. 134 Avenue
Davie, FL 33325

(Vice President)

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

Michael Tornaquindici
P.O. Box 23596
Fort Lauderdale, FL 33307

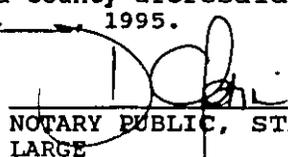
IN WITNESS WHEREOF, the undersigned incorporator have executed these articles of incorporation this 1st day of June 1995.


Michael Tornaquindici

State of Florida
County of Broward

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared ~~Michael Tornaquindici~~ know to me and known by me to be the persons who executed the forgoing Articles of Incorporation, and he acknowledge before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid,
This 9th day of June 1995.


NOTARY PUBLIC, STATE OF FLORIDA AT
LARGE

DJINN D.C. MARTIN



DJINN D.C. MARTIN
My Commission CG313696
Expires Sep. 06, 1997
Bonded by HAI
800-422-1656

FILED
JUN 13 1995
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

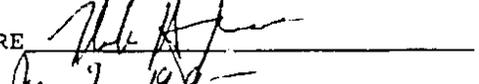
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is ^{T&L} ~~TOP~~ DEVELOPMENT, INC
2. The name and address of the registered agent and office is:

Michael Tornaquindici
~~P.O. Box 22596~~ 1584 SE 21ST AVENUE
~~Fort Lauderdale, FL 33307~~ POMPANO BEACH, FL 33062

Signature 
Title President
Date June 9, 1995

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 MY OBLIGATIONS AS REGISTERED AGENT.

SIGNATURE 
DATE June 9, 1995

P95000047684

INTERSTATE NETWORK
 P.O. Box 23596
 Ft. Lauderdale, FL 33307

OFFICE USE ONLY

300001588069
 -09/19/95--01063--010
 *****35.00 *****35.00

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 checked="" 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

FILED
 1995 SEP 18 AM 10:20
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Examiner's Initials LTS

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

FILED
1995 SEP 18 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Paul Liebelt, hereby resign as Vice President
(Title)
of T&L DEVELOPMENT, INC.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.

 9/14/95
(Signature of resigning officer/director)

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

ARTICLES OF DISSOLUTION

55 APR 22 PM 9:55

SECRET

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: T & L DEVELOPMENT, INC.

SECOND: The date dissolution was authorized: APRIL 19, 1996

THIRD: Adoption of Dissolution (CHECK ONE)

- Disollution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
Disollution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

Signed this 19 day of APRIL, 19 96.

Signature Michael A. Torvaquin, President (By the Chairman or Vice Chairman of the Board, President, or other officer)

MICHAEL A. TORVAQUIN DICI (Typed or printed name)

PRESIDENT (Title)