

JUN-26-1995 11:29 FROM EMP E T CORP E F1 P.08
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 0-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BASNIK, INC.
FAX AUDIT NUMBER: H95000007046 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/26/1995 TIME REQUESTED: 11:24:19
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 9 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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DIVISION OF CORPORATIONS

TOTAL P.08

ARTICLES OF INCORPORATION

①

OF

BASNIK, INC.

The undersigned subscribers to these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: BASNIK, INC.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business and the general nature of the business to be transacted by this corporation shall include, but not be limited to:

(a) To acquire real property, hold title to real and personal property, rent, sell, mortgage, and to otherwise do all things incidental to the ownership of real property, both residential and commercial.

(b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description.

(c) To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents,

This instrument prepared by:
Elliott Harris, Esq.
FBN 097072
111 S.W. 3rd Street, 6th Floor
Miami, Florida 33130
(305) 358-1046

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copyrights, trademarks and licenses in the State of Florida, and in all other states, districts, territories, countries or colonies.

(d) To contract debt and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(f) To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, a scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, power and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

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(g) In general, to do any or all of the things set forth herein to the same extent as a natural person might or could do in the State of Florida or any part of the world as principals or agents, or otherwise, alone or in company with others, without restriction as to time, place or amount, to carry on any other business in connection with the foregoing purposes, and to have and exercise all of the powers conferred by the laws of Florida upon corporations formed under its laws.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 7,500 shares consisting of common at no par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

The capital stock is being issued pursuant to Section 1244 of the Internal Revenue Code, the pertinent provisions of which are hereby incorporated herein by reference and made a part hereof.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is Sixth Floor McCormick Bldg., 111 S.W. 3rd Street, Miami, Florida 33130 and the name of the initial registered agent of this corporation at that address is Elliott Harris. The board of Directors may, from time to time, move the registered office to any other address in Florida.

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The place of business of the corporation shall be at 111 S.W. 3rd Street, Sixth Floor, Miami, Florida 33130.

ARTICLE VI. DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in

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any proper case even though not specifically herein provided for.

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 directors of the 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 the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if there were not such director or officer of such other corporation or not so interested.

ARTICLE VII.
INITIAL DIRECTORS AND OFFICERS

The names and street addresses of the initial directors and initial officers of this corporation are:

Basilia Nick
11364 S.W. 73rd Terrace
Miami, Florida

President and Director

Jose Sapocznick
c/o Basilis Nick
11364 S.W. 73rd Terrace
Miami, Florida

Vice President-Treasurer
and Director

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after receipt of the written offer to accept the same by compliance with the terms therein set forth. Regulations as to the formalities and procedure to be followed in effecting the transfer shall be prescribed in the By-Laws of the corporation.

ARTICLE X.

Elliott Harris, having been named to accept service of process for this corporation, at the place designated in the Articles of Incorporation, hereby agrees to act in the capacity of Registered Agent, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.



ELLIOTT HARRIS

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation this 23rd day of JUNE, 1993.



ELLIOTT HARRIS, Incorporator

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JUN-26-1995 11:29 FROM EMPIRE

TO DIU CORP ELT FI P.07

STATE OF FLORIDA)
SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared ELLIOTT HARRIS, who is personally known to me and who being by me first duly sworn, states under oath that the facts contained in the foregoing Articles of Incorporation are true and that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 28th day of June, 1995.

Liza A. Garcia
NOTARY PUBLIC, State of Florida

My commission expires:



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P95000049764

Requestor Name

Address

City/State/Zip

Phone #

000001774340

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

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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 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

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36 APR 22 PM 2:11
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1996

BASNIK, INC.
P.O. BOX 832034
MIAMI, FL 33283

SUBJECT: BASNIK, INC.
Ref. Number: P95000049764

We have received your document for BASNIK, 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):

A post office box is not an acceptable address for the registered agent.

We are enclosing the proper form(s) with instructions for your convenience.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 196A00016529

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36 APR 22 PM 2:41
TALLAHASSEE, FLORIDA

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH

To the Secretary of State of the State of Florida.

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation,
organized under the laws of the State of FLORIDA, submits the following statement
for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

FIRST: The name of the corporation is BASNIK, INC.

SECOND: The address of its present registered agent is 111 SW 3rd ST
6th Floor Miami, FL 33130

THIRD: The address to which its registered agent is to be changed is 11364 SW 73 Terr
P.O. Box 832034 Miami, FL 33173

FOURTH: The name of its present registered agent is ELLIOTT HARRIS Esq

FIFTH: The name of its successor registered agent is BASILIA NICK

SIXTH: The address of its registered office and the address of the business office of its registered agent,
as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of directors.

Dated JUNE 27, 19 95

BASNIK, INC

(exact corporate name)

SIGNATURE

Basilia Nick
(President or Vice-President)

DATE

3/31/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION,
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY,
AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGA-
TIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

Basilia Nick
(Registered Agent)

FILING FEE: \$ 35.00

DATE

3/31/96

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