

W95000054137

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

500001534395

-07/11/95--01034--012

1330.00 **70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):
ROOMMATE'S CONNECTION, INC.

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☐ 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 14 AM 2:17

W95000013897

VICKIE J. WHITFIELD

JUL 13 1995

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

July 11, 1995

Sandra B. Mortham
Secretary of State

AMERILAWYER
343 ALMERIA AVENUE
CORAL GABLES, FL 33134

SUBJECT: ROOMMATE'S CONNECTION, INC.
Ref. Number: W95000013897

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 14 AM 2:17

We have received your document for ROOMMATE'S CONNECTION, INC. and your check(s) totaling \$1330.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-1200. Please recheck this.

Please return your document, along with a copy of this letter, within 60 days or it will be abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-1200. Same people on both.

Vicki W. Winters
Corporate Specialist

Letter Number: 895A00033291

These are the
same people as
T94000001207
10/13/95

ARTICLES OF INCORPORATION
OF
ROOMMATE'S CONNECTION, INC.

FILED
SECRETARY OF CORPORATION
DIVISION
95 JUL 14 AM 2:17

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **ROOMMATE'S CONNECTION, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 6342 Forresthill Boulevard, Suite 200, West Palm Beach, Florida 33415 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Sharon E. Stringfellow
Secretary:	Sharon E. Stringfellow
Treasurer:	Sharon E. Stringfellow



ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Sharon E. Stringfellow

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 10 July 1995.



Elsie Sanchez, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 14 AM 2:17

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel,
Chartered doing business as
AmeriLawyer®

By: 

Natalia Utrera, Vice President

ARTESINC.SUB



P 95000054137

To Whom it May Concern,

8/8/95

I need to change an address for
ROOMMATES CONNECTION INC. which was
formed July 95. The new Address is
707 CHILLINGWORTH DR.

SUITE 21

WEST PALM BCH FL 33409-4524

THE OLD ADDRESS WAS 6064 BREST HILL BLVD #200
WPB FL 33415. WE MOVED TO THE NEW LOCATION 8-1-95
WE ALSO HAVE A SERVICE TRADEMARK WHICH NEEDS TO
BE CHANGED TO NEW ADDRESS, THE MARK IS ALSO UNDER
ROOMMATES CONNECTION, WHICH SHOULD NOW BE INC.
IF YOU NEED ANY FURTHER INFORMATION PLEASE
CONTACT ME, SHARON STRINGFELLOW AT 407-689-4942 WEEKDAYS
9-5. I NEED TO MAKE SURE THESE ADDRESS CORRECTIONS
ARE MADE, AS TO ASSURE I RECEIVE THE RENEWALS.

THANK YOU

Sharon Stringfellow

MPL
8-15-95

P95000054137

Roommates for You, Inc.

707 Chillingworth Dr.

West Palm Beach, FL 33409-

(407) 689-4942

December 26, 1995

Division of Corporations
Tallahassee, FL

900001674729

-01/02/96--01026--003

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

To Whom it May Concern:

Enclosed please find copies of the Articles of Amendment to Articles of Incorporation of Roommate's Connection, inc., now ROOMMATES for YOU, inc. Also enclosed is the new Registered Agent for ROOMMATES for YOU, inc. We are in the process of applying for a national trademark rather than a Florida service mark, therefore we would greatly appreciate acceptance of these amendments as soon as possible. If you have any questions feel free to call us at (407) 689-4942. Thank you.

Sincerely:

Sharon Stringfellow

Sharon Stringfellow
President

FILED
96 FEB 29 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Doreen Hal Varela
407-686-3070

Restated Articles
w. NIC

2/29/96 *(58)*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 12, 1996

Ms. Doreen Varela
Roomates for You, Inc.
707 Chillingworth Dr.
West Palm Beach, FL 33409

SUBJECT: ROOMMATE'S CONNECTION, INC.
Ref. Number: P95000054137

We have received your document for ROOMMATE'S CONNECTION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Per our phone conversation, you can file one document as Restated Articles of Incorporation. The Restated Articles can also include amendments. For instance, you can list the title as Restated Articles of Incorporation of ROOMMATES CONNECTION, INC. Then in Article I indicate the new name of the corporation as it has changed to ROOMMATES FOR YOU, INC. Continue to list all articles with any changes, etc. The initial incorporator(s), however, cannot be changed. Please also list addresses for any officers/directors designated.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

(904) 487-6901.

Susan Payne
Senior Corporate Section Administrator

Letter Number: 396A00001683

RESTATED ARTICLES OF INCORPORATION
OF

ROOMMATE'S CONNECTION, INC.

FILED
96 FEB 29 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned Corporation pursuant to a resolution duly adopted by its board of directors, hereby adopts the following Restated Articles of Incorporation:

ARTICLE 1 - NAME

The name of the Corporation is Roommates for You, Inc., (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF THE CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 707 Chillingworth Drive, West Palm Beach, Florida 33409 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

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

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The Officers of the Corporation shall be:

President: Sharon E. Stringfellow
707 Chillingworth Drive
West Palm Beach, FL 33409

2/21/96 Sharon Stringfellow President

Secretary: Michael S. Berg
2196A White Pine Circle
West Palm Beach, FL 33415

Treasurer: Jennifer L. Berg
707 Chillingworth Drive
West Palm Beach, FL 33409

ARTICLE 6 - DIRECTORS

The Directors of the Corporation shall be:

1. Sharon E. Stringfellow, Chairperson
707 Chillingworth Drive
West Palm Beach, FL 33409
2. Donald R. Stringfellow
707 Chillingworth Drive
West Palm Beach, FL 33409
3. Harriet S. Messinger
140 Lake Nancy Lane
West Palm Beach, FL 33417
4. Miles Messinger
140 Lake Nancy Lane
West Palm Beach, FL 33417

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

7.3 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Directors of the Corporation may, by Restated Articles of Incorporation classify or reclassify any

Sharon Stringfellow
President

unissued stock, from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or condition of redemption of the stock.

ARTICLE 8- SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholder's shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out it's business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is

2/21/96 *Sharon Stungfer*
President

registered on the books of the Corporation as the owners thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of this Corporation is Roommates for You, Inc., located at 707 Chillingworth Drive, West Palm Beach, Florida 33409. The name and address of the registered agent of this Corporation Doreen M. Varela of the Law Offices of Doreen M. Varela, with offices located at: 707 Chillingworth Drive, West Palm Beach, Florida 33409.

ARTICLE 13 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make alter amend, or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment, or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

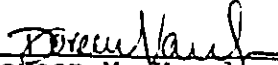
ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

2/21/96 *Sharon Sturges*
President

I HEREBY CERTIFY that I accept appointment as the new Registered Agent for Roommates for You, Inc., and that I am familiar with and accept the obligations of the position.

Dated 2-6-96.



Doreen M. Varela
Registered Agent for
Roommates for You, Inc.

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that the restatement was adopted on December 1, 1995 by the Shareholders and the number of votes cast for the amendments was sufficient for approval.

Dated this 2/26/ day of February, 1996, in Palm Beach County, Florida.

Sharon Stringfellow

Sharon E. Stringfellow
President,
Board of Directors, Chairperson