AmeriLawyer® (Requestor's Name)
343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 OFFICE USE ONLY (City, State, Zip)

500001547225 -07/27/95--01010--007 \*\*\*\*\*560.00 \*\*\*\*\*\*70.00

# CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): MADELINE'S & IRI'S MULTIPLE WORKING SOLUTIONS, INC.

Trademark

(Phone #)

| 1                 |                               |                       |                      |
|-------------------|-------------------------------|-----------------------|----------------------|
| Corporati<br>2.   | ion Nama)                     | (Document #)          |                      |
| (Corporati        | on Name)                      | (Document #)          | <u> </u>             |
| 3. (Corporati     | on Name)                      | (Document #)          |                      |
| 4. (Corporat      | on Name)                      | (Document #)          | (-3                  |
| Walk in Pi        | ck up time                    | Certified Copy        | 95,<br>95,           |
| Mail out W        | /ill wait Photocopy           | Certificate of Status | VISION OF C          |
| NEW FILINGS       | AMENDMENTS                    | The same              | CORPOR!              |
| Profit            | Amendment                     |                       | ORPORADE<br>AHII: 42 |
| NonProfit         | Resignation of R.A., Officer, | Director              | - 2 語                |
| Limited Liability | Change of Registered Agent    |                       | Ű)                   |
| Domestication     | Dissolution/Withdrawal        |                       |                      |
| Other             | Merger                        |                       |                      |
| OTHER FILINGS     | REGISTRATION/                 | <del></del>           |                      |
| Annual Report     | QUALIFICATION                 | ·                     |                      |
| Fictitious Name   | Foreign                       |                       |                      |
| Name Reservation  | Limited Partnership           |                       |                      |
|                   | Reinstatement                 |                       | , ,                  |

#### ARTICLES OF INCORPORATION

OF

# MADELINE'S & IRI'S MULTIPLE WORKING SOLUTIONS, INC.

SECRETARY OF STATE-DIVISION OF CORPOR ATTOMS

The undersigned subscribers to these Articles of Incorporation are natural persons 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 MADELINE'S & IRI'S MULTIPLE WORKING SOLUTIONS, 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 7370 Northwest 36 Street, Suite 220H, Miami, Florida 33166 and the mailing address is the same.

#### **ARTICLE 4 - INCORPORATORS**

The names and street addresses of the incorporators of this Corporation are Yrisberta Pujols and Madeline Rodgers whose address shall be the same as the principal office of the Corporation.

#### **ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

President:

Madeline Rodgers

Secretary:

Eric R. Puiols

Treasurer:

Yrisberta Pujols and Madeline Rodgers



#### ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Yrisberta Pujols Carlos E. Rodgers Eric R. Pujols

#### 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 Dire. tor(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 - 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 9 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### ARTICLE 10 - 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.

#### <u>ARTICLE 11 - REGISTERED OFFICE AND REGISTERED AGENT</u>

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 12 - 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 13 - EFFECTIVE DATE**

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

#### **ARTICLE 14 - 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 26 July 1995.

Yrisberta Pujols, Incorporator

Madeline Rodgers, Incorporator

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer<sup>®</sup>, 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®

Lawrence J. Spiegel, President

A8721N

# 



IRIS PUJOLS Tel (305) 715-9550

Fax (305) 715-9553

MADELINE RODGERS Tel. (305) 499-9628

PLEASE MAIL THIS INFORMATION TO:

CARLOS E. RODGERS MADELINE RODGERS 1537 N.W. 17 tenn. HOMESTEAD FLA, 33030 600001602046 

PHONE # (305) 4999616 13051 499 49617 13051 247-9117

THANK YOU

MADELINE RODGERS

Airport Plaza

7370 N W. 36th Street, Suite 220-11 Miami, FL 33166

Voldis

LOS OCI 1 2 1995

### ARTICLES OF DISSOLUTION

| Pursuant to 607.1401, Florida Statutes, this Floridissolution:                         | rida profit corporation submits the following articles of   |
|--|---|
| FIRST: The name of the corporation is  | MADELINE'S & IRI'S MULTIPLE WORKING SCLUTIONS, INC FLORIDA 1955   |
| SECOND: The articles of incorporation were fil   | ed on 7-27-95   |
| THIRD: (CHECK ONE)  None of the corporation's share                                    | S have been issued  |
| The corporation has not comme  | المرابع |
| FOURTH: No debt of the corporation remains to  | unpaid.   |
| FIFTH: The net assets of the corporation remaishareholders, if shares were issued.     | ning all winding up have been distributed to the  |
| SIXTH: Adoption of Dissolution (CHECK ONE)   |   |
| A majority of the incorporators auth   | orized the dissolution.   |
| A majority of the directors authorize  | ed the dissolution.   |
| Signed this <u>28</u> day of   | Sept , 19 95.   |
| Signature  (By an incorporator if adopted by the board, president, or other officer if | he incorporators or by the chairman or vice chairman of the adopted by the directors)                           |
| Madeline T   | Sodgers.  d or printed name)  |
| PRESIDEN   | (Title)   |