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JAN-15-1990 00:00 FROM

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STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 33401-6194
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: 109 DUVAL STREET CORPORATION
FAX AUDIT NUMBER: H95000008200 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/26/1995 TIME REQUESTED: 17:20:26
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EFFECTIVE DATE

7/26/1995

07 JUL 26 1995

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DIVISION OF CORPORATIONS

JAN-15-1988 16:24 FROM

TO

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

July 26, 1995

EMPIRE

MIAMI, FL

SUBJECT: 109 DUVAL STREET CORPORATION
REF: W95000015067

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

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If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey
Corporate Specialist

FAX Awd. #: H95000008200
Letter Number: 795A00035570

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

(7)

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ARTICLES OF INCORPORATION
OF
109 DUVAL STREET CORPORATION

I, the undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation, pursuant to Chapter 607, Florida Statute, as currently and as shall hereafter be in force and effect; and to the extent that the aforementioned provisions of Chapter 607, Florida Statutes, are not in conflict therewith.

ARTICLE I
NAME

THE name of this corporation is: 109 DUVAL STREET CORPORATION

ARTICLE II
NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have issued and outstanding at any one time is One Thousand Five Hundred shares of non-assessable common stock having a nominal or par value of One Dollar and No/100 (\$1.00) per share.

EFFECTIVE DATE

PETER P. PARIST, CPA. PA
2832 N.E. 21 Court
Ft. Lauderdale, FL 33305-3618
(305) 565.1188

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ARTICLE IV
INITIAL CAPITAL

The amount of capital with which the corporation shall commence business is not less than One Hundred Dollars and No/100 (\$100.00).

ARTICLE V
TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE VI
ADDRESS

The initial street address of the principal office of the corporation in the State of Florida is: 210 Duval Street Key West, Fl 33040 . The corporation, may move its principal office place within and without the state of Florida.

ARTICLE VIII
MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors. Whenever the context requires, the stockholders shall be deemed Directors of the Corporation for purposes of applying Chapter 607, Florida Statutes. Any action required or permitted by Chapter 607, Florida Statutes to be taken by the Directors or the stockholders shall be taken upon a vote of a majority of the issued and outstanding share of which he, she or it's recorded owner.

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ARTICLE VIII
SUBSCRIBER

The name, street address and number of shares subscribed for by the initial subscribers of these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Ralph Jamal	8830 Coco Plum Manor Plantation, FL	500
Eli Jean	12079 NW 1st Street, Coral Springs, FL	500
Judith Greenberg	210 Duval Street, Key West, FL	500

The initial subscribers certify that the consideration for which they have subscribed is not less than the amount of capital with which the corporation will begin business as set forth in Article IV thereof.

ARTICLE IX
BOARD OF DIRECTORS-MEMBERS

The name and street address of each of the members of the Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ralph Jamal	8830 Coco Plum Manor, Plantation, FL
Eli Jean	12079 NW 1st Street, Coral Springs, FL
Judith Greenberg	210 Duval Street, Key West, FL

Unless otherwise provided by the Articles of Incorporation or By-Laws each member of the initial Board of Directors shall hold office for the first year of existence of the corporation or until their successors are elected or appointed or have qualified.

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ARTICLE X
EXISTENCE

The corporation shall exist on the 25th Day of July, 1995 which date being the day on which the subscribers to these Articles of Incorporation shall purchase and be issued the shares subscribed for.

ARTICLE XI
INITIAL REGISTERED AGENT

The initial registered agent shall be Judith Greenberg, and her address is 210 Duval Street, Key West, FL 33040.

ARTICLE XII
AMENDMENTS

The corporation may amend or repeal any provision, part or parts of these Articles of Incorporation upon an affirmative vote of a majority of the issued and outstanding stock at duly constituted shareholders meeting.

ARTICLE XIII
BY-LAWS AND STOCKHOLDERS AGREEMENTS

The stockholders shall have the power to make, amend or repeal By-Laws or a stockholder's agreement in place of By-Laws concerning all matters and things so long as such By-Laws or stockholder's agreement are not in conflict with these Articles of Incorporation as they are now or hereafter in force and effect.

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IN WITNESS WHEREOF, we, the undersigned subscriber being the original subscriber to the capital stock hereinabove described for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles of 109 DUVAL STREET CORPORATION, hereby declaring and certifying that the fact herein contained are true, and do agree to take the number of shares hereinabove set forth and hereunto set my hand and seal this 25th day of July, 1995

Judith Greenberg
JUDITH GREENBERG, Pres/Sec

Ralph Jamal
RALPH JAMAL, Vice Pres.

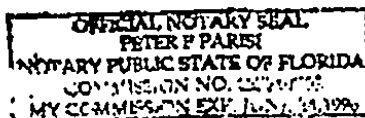
Eli Jean
ELI JEAN, Treas.

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

Before me, the undersigned authority personally appeared Judith Greenber, Ralph Jamal and Eli Jean to me well known and known to me to be the individual described in and who executed the forgoing articles of Incorporation and they acknowledged before me that they executed same for purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Ft. Lauderdale, Broward County, Florida on this 25th day of July, 1995.

My Commission Expires:



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JAN-15-1900 08:18 FROM

TO

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In pursuance of Chapter 607.34 Florida Statutes.. the following
is submitted, in compliance with said Act.

FIRST-THAT 109 DUVAL STREET CORPORATION DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE, AS INDICATED IN
THE ARTICLES OF INCORPORATION AT THE CITY OF KEY WEST, COUNTY OF MONROE,
STATE OF FLORIDA HAS NAMED JUDITH GREENBERG LOCATED AT 210 DUVAL STREET
CITY OF KEY WEST, COUNTY OF MONROE, STATE OF FLORIDA AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE. I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND
AGREE TO COMPLY WITH THE PROVISION OF SAID ACT OF RELATIVE
TO KEEPING OPEN SAID OFFICE.

BY: Judith Greenberg
REGISTERED AGENT
JUDITH GREENBERG

SECRETARY OF STATE
TALLAHASSEE FLORIDA

95 JUL 28 AM 0:18

FILED

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