

P95000059954

95 JUL 25 1995

AMERILAWYER<sup>SM</sup>

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

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

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

7500001545147  
-07/25/95--01030--026  
\*\*\*\*200.00 \*\*\*\*70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):  
S.I.S., INC

- 1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

95 AUG -3 AM 11:49

- Walk in  Pick up time 2  Certified Copy
- Mail out  Will wait  Photocopy  Certificate of Status

NEW FILINGS	
<input checked="" 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

W95-14935  
KH 7-25-95

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

8/3/95  
Examiner's Initials UW



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 25, 1995

AMERILAYWER  
343 ALMERIA AVENUE  
CORAL GABLES, FL 33134

SUBJECT: S.I.S., INC  
Ref. Number: W95000014035

FILED  
SECRETARY OF STATE  
CORPORATION DIVISION  
JUL 27 1995  
TALLAHASSEE, FLORIDA

We have received your document for S.I.S., INC and your check(s) totaling \$280.00. 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) 488-9000.

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) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 495A00035340

**ARTICLES OF INCORPORATION  
OF  
S.I.S. ENTERPRISES, INC**

FILED  
CLERK OF DISTRICT COURT  
CORAL GABLES, FLORIDA  
25 AUG - 9 AM 11:48  
64-11147 6-20135

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 **S.I.S. ENTERPRISES, 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 3 Navarre Avenue, #3, Coral Gables, Florida 33134 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:	Hector M. Lucero
Secretary:	Jean Claude Gerard
Treasurer:	Jean Claude Gerard



## ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Hector M. Lucoro  
Joan Claude Gerard

## 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<sup>SM</sup>, 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<sup>SM</sup>, 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 24 July 1995.

  
\_\_\_\_\_  
Elsie Sanchez, Incorporator

SS AUG - 3 AM 11:48

FILED  
IN THE  
CLERK'S  
OFFICE  
OF THE  
STATE OF  
FLORIDA  
CORAL GABLES

**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<sup>®</sup>

By:   
\_\_\_\_\_  
Lawrence J. Spiegel, President

ARTSINC 5/18



# P95000059954

Jean Claude Gerard  
 Requestor's Name  
 1120 W. Waters  
 Address  
 Tampa, FL 33604  
 City/State/Zip  
 Phone #  
 813-933-6807

STATE OF FLORIDA  
 1127127386 - 011111-0003  
 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1 S. I. S. E. TAMPA INC. (Document #)  
1420 W. WATERS AVE. SUITE 104
- 2 TAMPA, FLORIDA 33604 (Document #)  
PHONE: (813) 933-6807
- 3 \_\_\_\_\_ (Corporation Name) (Document #)
- 4 \_\_\_\_\_ (Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time \_\_\_\_\_
- Will wait
- Certified Copy
- Certificate of Status
- Photocopy

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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

DEC 10 1996

96 DEC 10 PM 12:08

SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 1127127386

Examiner's Initials



Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn.: Amendments

RECEIVED  
DIVISION OF CORPORATIONS  
96 DEC 10 PM 12:08

re: resignation of office

Amendments Department,

Please find enclosed a check in the amount of \$35.00, payable to the State of Florida, for fees incurred in processing my resignation.

Name of person resigning: Jean Claude Gerard

Position: Secretary/Treasurer

Name of Corporation: S.I.S., Enterprises, Inc.

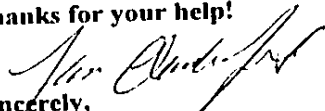
Date of resignation: March 1, 1996.

I had notified S.I.S. Enterprises, Inc. and President Hector Lucero, president of S.I.S. Enterprises, Inc. in writing prior to March 1, 1996, as to my resignation with S.I.S. Enterprises, Inc. I was advised that S.I.S. Enterprises, Inc. would submit my resignation to the Division of Corporations, but since they didn't I elected to submit it myself.

Please accept this letter as my request to resign as Secretary/Treasurer of S.I.S. Enterprises, Inc. Please be advised that I no longer hold any title or position with S.I.S. Enterprises, Inc. Furthermore, I have disassociated myself from S.I.S. Enterprises, Inc.

If you need any additional information, please advise.

Thanks for your help!

  
Sincerely,  
Jean Claude Gerard  
1420 W. Waters  
Tampa, FL 33604  
8133-933-6807

cc: Hector Lucero  
cc: SISE, Inc.