

1200 HAYS STREET

800-342-8086



ACCOUNT NO. : 075100000032

REFERENCE : 656372 46568

AUTHORIZATION : *Patricia Ryzant*

COST LIMIT : 9 122.50

ORDER DATE : August 9, 1995

ORDER TIME : 10:14 AM

ORDER NO. : 656372

CUSTOMER NO: 46568

CUSTOMER: Kristy Hair, Legal Assistant  
GREENBERG TRAUERIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
15th Floor  
515 East Las Olas Boulevard  
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: KURLAND ASSOCIATES, INC.

XXXX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN

AUG - 9 1995

95 AUG -9 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION  
OF  
KURLAND ASSOCIATES, INC.

FILED  
95 AUG -9 PM 12 55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is KURLAND ASSOCIATES, INC. (hereinafter called the "Corporation").

ARTICLE II - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, \$.01 par value per share.

ARTICLE III - MAILING ADDRESS

The current mailing address of the principal place of business of the Corporation is 5820 S.W. 118th Street, Miami, Florida 33156.

ARTICLE IV - INITIAL BOARD OF DIRECTORS

The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than five (5) directors, and shall initially consist of two (2) directors. The number of directors within these limits may be increased or decreased from time to time as provided in the By-laws of the Corporation. The names of the initial directors of the Corporation are:

Douglas M. Myers  
Dale Kulvin

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, Florida 32301. The name of the initial registered agent of the Corporation at that address is Corporation Service Company.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the Corporation is C. Deryl Couch, 515 East Las Olas Boulevard, 15th Floor, Fort Lauderdale, Florida 33301.

#### ARTICLE VII - LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article VII shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

#### ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the By-laws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

#### ARTICLE IX - BY-LAWS

The Board shall have the power to adopt, amend or repeal the By-laws of the Corporation or any part thereof.

#### ARTICLE X - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

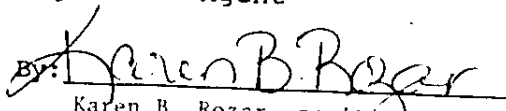
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 7<sup>th</sup> day of August, 1995.

  
C. DERYL COUCH  
Incorporator

CONSENT OF REGISTERED AGENT  
OF  
KURLAND ASSOCIATES, INC.

The undersigned, Corporation Service Company, whose business address is 1201 Hays Street, Tallahassee, Florida 32301, hereby accepts appointment as the initial registered agent of KURLAND ASSOCIATES, INC., a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY  
Registered Agent

By:   
Karen B. Rozar, as its agent

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION  
FOR  
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthan  
Secretary of State

DEPARTMENT OF CORPORATIONS

APPROVED  
AND  
FILED

96 OCT 30 PM 12:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOCUMENT # P95000061491

KURLAND ASSOCIATES, INC.

Principal Place of Business

5820 S.W. 118TH STREET  
MIAMI FL 33156

Mailing Address

5820 S.W. 118TH STREET  
MIAMI FL 33156



REINSTATEMENT 96

If above addresses are incorrect in any way, file through incorrect information and enter correction below.  
1. New Principal Office Address, If Applicable 2. New Mailing Office Address, If Applicable

State, Apt #, etc.

N/A

State, Apt #, etc.

N/A

City & State

City & State

Zip

Country

Zip

Country

4. Date Incorporated or Qualified  
To Do Business in Florida

08/09/1995

5. FEI Number

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required  
for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director of Florida nonprofit corporations, must list at least 3 directors

Title

Name of Officer  
and/or Director

Street Address of Each  
Officer and/or Director  
(Do NOT Use Post Office Box Numbers)

City, State, Zip

D MYERS, DOUGLAS M

% 5820 S.W. 118TH STREET

MIAMI FL 33156

D KULVIN, DALE

% 5820 S.W. 118TH STREET

MIAMI FL 33156

3000001935503-13

11/05/96-01018-005

\*\*\*\*375.00 \*\*\*\*375.00

*Handwritten signature*

8. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY  
1201 HAYS STREET  
TALLAHASSEE FL 32301-2525

9. Name and Address of New Registered Agent

Name

N/A

Street Address (P.O. Box Number Not Acceptable)

State, Apt #, etc.

City

State

Zip Code

FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of  
Registered Agent

*Handwritten signature of Karen B. Rozar*

Karen B. Rozar, As Its Agent

Date 10/16/1996

REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the  
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information  
on intangible tax.)

12. I, being the registered agent of the corporation, hereby certify that when filing this statement of reinstatement, the corporation has been organized, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid, and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(b), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

*Handwritten signature of Douglas M. Myers*  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR  
Douglas M. Myers, Director

October 11, 1996

Date

Daytime Phone #

7(202)861.0020