

P95000063040

July 31, 1995

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

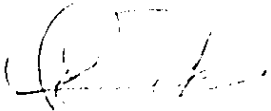
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\*\*\*\*122.50 \*\*\*\*122.50

Re: Daniel Charles, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with a check in the amount of \$ 122.50

This represents the cost of Filing Fees, Certified Copy of Articles Incorporation and Fee for Registered Agent Designation for the above named Corporation.



LeRoy Sacks  
2721 Cayenne  
Cooper City, Florida 33026

789,634,671  
W95-15954

D. BROWN AUG 15 1995



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 8, 1995

LEROY SACKS  
2721 CAYENNE  
COOPER CITY, FL 33026

SUBJECT: DANIEL CHARLES, INC.  
Ref. Number: W95000015954

We have received your document for DANIEL CHARLES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 095A00037189

ARTICLES OF INCORPORATION

OF

Daniel Charles, INC.  
( name of corporation )

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Daniel Charles, INC.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred Thousand shares ( 100,000 ) of One Dollar(s) ( \$1.00 ) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME:

LeRoy Sacks

ADDRESS:

2721 Cayenne

CITY Cooper City,

FLORIDA

zip 33026

*PRINCIPAL ADDRESS AND REGISTERED OFFICE ADDRESSES ARE THE SAME*  
*LS*

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have two ( 2 ) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one ( 1 ). The names and addresses of the initial director(s) of the corporation are as follows:

Name:	LeRoy Sacks		
Address:	2721 Cayenne.		
City	Cooper City	State:	Florida Zip: 33026
Name:	Deanna Sacks		
Address:	2721 Cayenne.		
City	Cooper City	State:	Florida Zip: 33026

1. Ownership of stock shall not be required to make any person eligible to hold office either as an officer or as a director of this corporation.

2. The stockholders may, pursuant to the Bylaw provision or by stockholders' agreement, recorded in the minute book, impose such restrictions on the sale, transfer or encumbrances of the stock of this corporation as they may see fit.

3. The Board of Directors of this corporation shall adopt Bylaws for the government of this corporation which shall be subordinate only to the certificate of incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by either the stockholders or the Board of Directors, but the Board of Directors may not alter or amend any Bylaw adopted by the stockholders.

4. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of the meeting unless he shall make objection at that meeting to any defect or insufficiency of notice.

5. If the Bylaws so provide, any action of the stockholders or Board of Directors which is required or permitted to be taken at a meeting may be taken without a meeting, in the manner provided in the Bylaws, to the extent now or hereafter to be permitted under the statutes and laws of the State of Florida.

6. If the Bylaws so provide, any stockholder of this corporation, to the extent now or hereafter permitted pursuant to the Bylaws of this corporation and the statutes and laws of the State of Florida, may enter into any written agreement relating to any phase of the affairs of this corporation. No such agreement shall impose directors' or officers' liabilities upon the stockholders who are parties thereto except to the extent required by the statutes and laws of the State of Florida.

7. The Board of Directors of this corporation is authorized to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which such compensation shall be paid. Any director of this corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

8. The corporation shall indemnify any director, officer, or employee, or former director, officer or employee of the corporation, or any person who may have served at its request as a director, officer, or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. The corporation may also reimburse to any director, officer, or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter of controversy (whether or not a quorum) that it was to the interests of the corporation that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled under any Bylaw, agreement, vote of shareholders or otherwise.

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into, or carrying the right to subscribe to, or acquire such shares, which may be issued at

ARTICLE IX - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Name: LeRoy Sacks  
Address: 2721 Cayenne  
City: Cooper City State: Florida Zip: 33026

Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this \_\_\_\_\_ day, \_\_\_\_\_ 19\_\_\_\_

[Signature] (Seal)  
[Signature] (Seal)  
\_\_\_\_\_ (Seal)

STATE OF FLORIDA )  
SS  
COUNTY OF Broward

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared  
Mr. LeRoy Sacks  
Mrs. Deanna Sacks

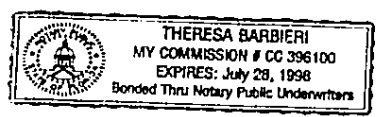
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid,

this 1<sup>st</sup> day of August 1995.

( Notary Seal )

[Signature]  
( Notary Public of Florida at Large )  
My commission expires:



CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

~~UNKNOWN~~  
Daniel Chales, INC.

( name of the corporation )

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 2721 Cayenne

Cooper City, Florida ~~33009~~ 33026

has named LeRoy Sacks located at the aforesaid address, as its Registered 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 provisions of Florida Law in keeping open said office.



( registered agent )