

P96000005389

MENZELL, INC.
13031 N.W. 7TH AVENUE
NORTH MIAMI, FLORIDA 33168

FILED
96 JAN 18 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 28, 1995

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***122.50 ***122.50

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

Gentlemen:

Enclosed are the following regarding the incorporation of
MENZELL, INC.

1. Articles of Incorporation
2. Check for \$122.50

Please notify me if there are any problems.

Very truly yours,

Barry Menzell
BARRY MENZELL

789, 502, 706, 671
w/96—595

B. BROWN JAN 18 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 8, 1988

DARRY MENZELL
13031 N.W. 7TH AVENUE
NORTH MIAMI, FL 33188

SUBJECT: MENZELL, INC.
Ref. Number: W08000000505

We have received your document for MENZELL, 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):

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.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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: 596A00000922

ARTICLES OF INCORPORATION
OF
MENZELL ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME.

The name of this corporation is
MENZELL ENTERPRISES, INC.

The principal place of business of this corporation shall be
13031 N.W. 7th Avenue, North Miami, Florida 33168.

ARTICLE II. NATURE OF BUSINESS.

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

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100)--shares of common stock having a One Dollar (\$1.00) par value.

Every original incorporating stockholder upon the sale for cash, property or services or new shares or shares authorized but unissued, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others, which price, in case of par value shares may be in excess of par.

The transfer of shares may be restricted as provided for in the By-Laws as adopted by stockholders or by other agreement between the parties thereto.

ARTICLE IV.

TIME OF EXISTENCE.

This Corporation is to exist perpetually and shall commence as of the date of filing of these Articles with the Secretary of State.

ARTICLE V.

INITIAL REGISTERED OFFICE
AND AGENT.

The Street Address of the Initial Registered office of this corporation is 13031 N.W. 7th Avenue, North Miami, Florida 33168, and the name of the Initial Registered Agent of this corporation at that address is BARRY MENZELL.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS.

This corporation shall have (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

BARRY MENZELL
13031 N.W. 7TH AVENUE
NORTH MIAMI, FLORIDA 33168

ARTICLE VII.

INCORPORATOR.

The name and address of the person signing these articles is:

BARRY MENZELL
13031 N.W. 7TH AVENUE
NORTH MIAMI, FLORIDA 33168

ARTICLE VIII.

BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLES IX.

AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

Barry Mengell
BARRY MENGELL

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

MENZELL ENTERPRISES, INC.

In pursuant of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First-That MENZELL ENTERPRISES, INC.
desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the Articles of Incor-
poration at City of North Miami, County of Dade, Florida and has
named

BARRY MENZELL

located at

13031 N.W. 7TH AVENUE

(Street address and number of building,
Post Office Box address not acceptable)

City of North Miami, County of Dade and State of Florida
agent to accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by designated agent)

Having been named to accept service of process for the
above stated corporation, at place designated in this
Certificate, I hereby accept to act in this capacity, and agree
to comply with the provision of said Act relative to keeping open
said office.

By: _____

(Registered Agent)
BARRY MENZELL

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