

P96000013517

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RECEIVED

96 FEB 12 AM 7:39

DIVISION OF CORPORATION

Jennifer-Capital
delete 95 Inc for
corporate name in
certificate of LA
CH

W96-3119
8/2/13/14

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____

BY _____ CK No. _____

WALK-IN Will Pick Up 2/12 12:00

RE: CIP Investments Inc. 95 FEB 13 PM 1:23

SECRET C.C. FEE STATE DISBURSED
TALLAHASSEE, FLORIDA

☒ Capital Express™
☒ Art. of Inc. File _____
____ Corp. Record Search _____
____ Ltd. Partnership File _____
____ Foreign Corp. File _____
☒ () Cert. Copy(s) _____

____ Art. of Amend. File _____
____ Dissolution/Withdrawal _____
____ C U S- _____
____ Fictitious Name File _____

700001712027
-02/12/96--01009--004
****122.50 ****122.50

____ Name Reservation _____
____ Annual Report/Reinstatement _____
____ Reg. Agent Service _____
____ Document Filing _____

____ Corporate Kit _____
____ Vehicle Search _____
____ Driving Record _____
____ Document Retrieval _____

____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ File No.'s, _____ Copies _____
____ Courier Service _____
____ Shipping/Handling _____
____ Phone () _____
____ Top Priority _____
____ Express Mail Prep. _____
____ FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

February 12, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: CIP INVESTMENTS, INC.
Ref. Number: W96000003119

We have received your document for CIP INVESTMENTS, 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 registered agent must sign accepting the designation.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 596A00006033

Corrected

**ARTICLES OF INCORPORATION
OF
CIP INVESTMENTS, INC.**

FILED

96 FEB 13 PM 1:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, right, privileges and immunities of corporations.

ARTICLE I

The name of the corporation shall be CIP Investments, Inc. Its business shall be carried out at its principal place of business, as set forth below, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows: The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Annotated 607, et. seq.

ARTICLE III

The maximum number of shares of this Corporation is authorized to have outstanding at any time shall be 100 shares of Common Stock at One (\$1.00).

ARTICLE IV

The corporation shall begin business with a capital of One Hundred (\$100.00) Dollars, and the undersigned incorporator(s) do hereby state that there has already been paid into the Corporation, on behalf of the subscribers set forth herein, the sum of One Hundred (\$100.00) Dollars.

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the By-Laws of this Corporation. Directors need not be stockholders.

ARTICLE VII

The principal place of business of this Corporation shall be located at: 601 Brickell Key Drive, Suite 605, Miami, Florida 33131 in Dade County, Florida. The Corporation may have such other places of business, both within and without the State of Florida, and in foreign countries, as may be necessary and convenient.

ARTICLE VIII

The name(s) and post office address(es) of the first Board of Directors of this Corporation, who shall hold office until the organizational meeting of this Corporation, and until their successor(s) are elected and have qualified, are:

Lee Ruwitch 601 Brickell Key Drive Suite 605 Miami, FL 33131	Robert Ruwitch 601 Brickell Key Drive Suite 605 Miami, FL 33131
Thomas A. Dujanovic 601 Brickell Key Drive Suite 605 Miami, FL 33131	

ARTICLE IX

The office to be held by the above named Director(s) are as follows:

President:	Thomas A. Dujanovic
Vice President:	Lee Ruwitch
Secretary/Treasurer:	Robert Ruwitch

ARTICLE X

The name(s) and address(es) of each subscriber of these Articles of Incorporation and a statement of the number of shares of stock which each agree(s) to take is as follows:

Name	Address	Shares	Value
Thomas A. Dujanovic	601 Brickell Key Drive Suite 605 Miami, FL 33131	80.00	\$80.00
Lee Ruwitch	601 Brickell Key Drive Suite 605 Miami, FL 33131	10.00	\$10.00
Robert Ruwitch	601 Brickell Key Drive Suite 605 Miami, FL 33131	<u>10.00</u>	<u>\$10.00</u>
		<u>100.00</u>	<u>\$100.00</u>

ARTICLE XI

The name and address of the initial registered agent is:

Lawrence A. Saichok
601 Brickell Key Drive, Suite 605
Miami, Florida 33131

ARTICLE XII

To the extent permitted by law, the Corporation shall indemnify and hold harmless each person serving as a Director or an Officer of the Corporation and each person who serves, at the request of the Corporation, as a Director or an Officer of any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being such Director or Officer or by reason of any action alleged to have been taken or omitted by him as such a Director or Officer. The Corporation shall reimburse such persons for all costs and legal and other expenses reasonably incurred by such Director or Officer in connection with any such claim or liability as to which it shall be adjudged that such Director or Officer is liable, to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

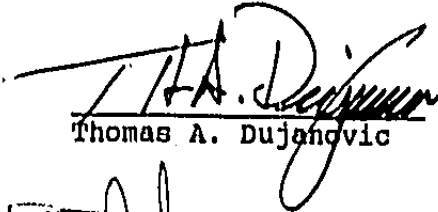
ARTICLE XIII

No contract or other transaction between this Corporation and any other firm or corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation, provided that the fact that he/she is so interested shall be disclosed to the Board of Directors at any meeting of the Board at which action on any such contract, transaction or act shall be taken. The Director or Officer so interested may vote on such contract, transaction or act.

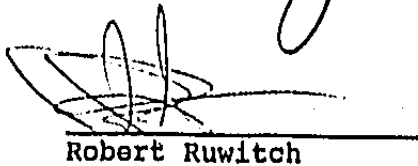
ARTICLE XIV

The provisions of these Articles of Incorporation and every Article hereof, and the By-Laws of this corporation, shall be considered part of every contract and transaction to which this corporation shall be a party. Every person, association, entity and/or corporation dealing with this Corporation is hereby charged with knowledge of this Corporation.

IN WITNESS WHEREOF we have hereunto set out our hands and seals
this 27th day of February, 1996.


Thomas A. Dujanovic


Lee Ruwitch

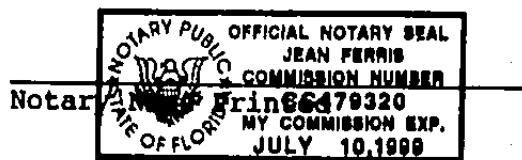

Robert Ruwitch

State of Florida)
County Of Dade)

BEFORE ME, the undersigned authority, personally appeared Thomas A. Dujanovic, Lee Ruwitch and Robert Ruwitch to me well known to be the persons described in and who executed and subscribed the foregoing Articles of Incorporation, and acknowledged, before me, that such Articles of Incorporation were executed and subscribed to for the purposes set forth therein.

WITNESS my hand and official seal at Dade County, Florida this 27th day of February, 1996.


Notary Public, State of Florida



MY COMMISSION EXPIRES:

Personally Known ☒ or Produced Identification _____

Type of Identification Produced: _____

DID take Oath _____ or DID NOT take oath ☒

CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM SERVICE MAY BE SERVED WITHIN THIS STATE

FILED
96 FEB 13 PM 1:23

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

FIRST, that CIP Investments, Inc. , a Florida corporation qualified to do business under the laws of the State of Florida, with its principal office at 601 Brickell Key Drive, Suite 605, Miami, Florida, 33131, has appointed Lawrence A. Saichok as its agent to accept service of process within this state.

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 said act, relative to keeping open said office.

By: 

Lawrence A. Saichok
Registered Agent