

P960000 17076

Palm Beach Concierge
2324 South Congress Ave. #2A
West Palm Beach, Florida 33406

February 12, 1996

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

RE: Palm Beach Concierge, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation for Palm Beach Concierge, the Certificate for Service of Process and our check for \$122.50. We have included three (3) originals for your use. Please return a Certified Copy in the self-addressed-stamped envelope provided.

If you have any questions or require anything in addition, please let me know.

Sincerely,


Elayne R.F. Morris
PALM BEACH CONCIERGE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 19, 1996

ELAYNE R.F. MORRIS
PALM BEACH CONCIERGE
2324 SOUTH CONGRESS AVE #2A
WEST PALM BEACH, FL 33406

SUBJECT: PALM BEACH CONCIERGE
Ref. Number: W96000003752

We have received your document for PALM BEACH CONCIERGE 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 696A00007206

ARTICLES OF INCORPORATION

OF

PALM BEACH CONCIERGE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation;

FIRST: The name of the corporation is PALM BEACH CONCIERGE, Inc., a Florida corporation.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

FOURTH: Authorized shares.

Number: The aggregate number of shares that the corporation shall have the authority to issue is one hundred shares of Capital Stock with a value of ten cents per share.

Initial Issue: One hundred shares of the Capital Stock of the corporation shall be issued for cash at a value of ten cents per share.

Stated Capital: The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No Classes of Stock: The shares of the corporation are not to be divided into classes.

No Share in Series: The corporation is not authorized to issue shares in series.

FIFTH: The initial street address in Florida of the initial registered office of the corporation is: 2324 South Congress Avenue #2A, West Palm Beach, Florida 33406, and the name of the initial registered agent at such address is: Elayne R.F. Morris.

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SIXTH: The initial board of directors shall consist of one member, who need not be a resident of the State of Florida or shareholder in the corporation.

SEVENTH: The name and the address of the person who shall service as director until the first annual meeting of shareholders or until their successors shall have been elected and qualified, are as follows:

Elayne R.F. Morris
2324 South Congress Avenue #2A
West Palm Beach, Florida 33406

EIGHTH: The name and address of the initial incorporator is as follows:

Elayne R.F. Morris
2324 South Congress Avenue #2A
West Palm Beach, Florida 33406

NINTH: An affirmative vote of two-thirds of the shares of the corporation shall be required for any shareholder action.

TENTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

ELEVENTH: The holders of the common stock of this corporation shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ration of the authorized and issued shares of common stock held by the holder all shares of common stock currently authorized and issued.


TWELFTH: The address of the principal office is: 2324 South Congress Avenue Suite 2A, West Palm Beach, Florida 33406.

THIRTEENTH: The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected

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multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these articles of incorporation at West Palm Beach, Florida, on the 1st. day of January, 1996.



Elayne R.F. Morris, incorporator

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

FILED

96 FEB 22 PM 2:40


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

That PALM BEACH CONCIERGE, Inc, desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at 2324 South Congress Avenue Suite 2A, West Palm Beach, Florida 33406, has named Elayne R.F. Morris, located at: 2324 South Congress Avenue Suite 2A, West Palm Beach, Florida 33406, 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 agrees to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Elayne R.F. Morris,

Date: January 1, 1996