

3/29/96

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

FLORIDA

14 NW 14th ST

STATE OF FLORIDA

409 EAST PALM BLVD

MIAMI FL 33134-2870

TALLAHASSEE FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: NEBSA ENTERPRISES, INC.

FAX AUDIT NUMBER: H96000004551

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03/29/1996 11:11:07

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H96-04551

ARTICLES OF INCORPORATION  
OF

NESSA ENTERPRISES, INC.

ARTICLE I

CORPORATE NAME AND PRINCIPAL OFFICE

The name and principal office of this corporation shall be:

NESSA ENTERPRISES, INC.  
5915 Ponce de Leon Boulevard  
Suite 60  
Coral Gables, Florida 33146

ARTICLE II

DURATION

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III

PURPOSE

"The purpose of the corporation is to engage in any lawful act or activity for which the corporations may be organized under the general Corporation Law of Florida."

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue a maximum of One Hundred (100) shares of stock. The shares of stock authorized shall be common stock having no par value per share. The consideration to be paid for each share of stock shall be fixed by the Board

of Directors.

H96-04551  
ACE INDUSTRIES, INC.  
54 NW 11th Street  
Miami, FL 33136  
305-388-2571

BENDER, BENDER, CHANDLER & ADAIR, P. A., ATTORNEYS AT LAW

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#### ARTICLE V

##### INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

This corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

<u>REGISTERED AGENT</u>	<u>ADDRESS OF INITIAL REGISTERED OFFICE</u>
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Harry K. Bender, Esq.	5915 Ponce de Leon Boulevard Suite 60 Coral Gables, FL. 33146
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#### ARTICLE VI

##### BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the corporation shall have between One (1) and five (5) Directors, but initially it shall have One (1) Director.

#### ARTICLE VII

##### INITIAL DIRECTORS

The name and post office address of the Initial Director of the Corporation are:

Vanessa Velocci	Director/President	5915 Ponce de Leon Boulevard Suite 60 Coral Gables, FL. 33146
Vanessa Velocci	Director/ Secretary/ Treasurer	5915 Ponce de Leon Boulevard Suite 60 Coral Gables, FL. 33146

This Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

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**ARTICLE VIII**  
**INCORPORATOR**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

**INCORPORATOR**

**ADDRESS**

Harry K. Bender, Esq.

5915 Ponce de Leon Boulevard  
Suite 60  
Coral Gables, FL 33146

**ARTICLE IX**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or Director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25 day of March, 1996.

  
\_\_\_\_\_  
HARRY K. BENDER, F.O.  
Incorporator

H96-04551

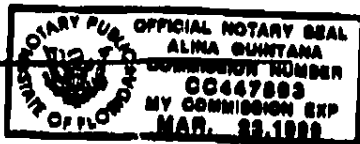
STATE OF FLORIDA)  
                                  ) SS:  
COUNTY OF DADE )

BE IT REMEMBERED that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared HARRY K. BENDER, to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, said County and State, this 25th day of March, 1996.

Alma Quintana  
Notary Public, State of Florida  
at Large

My commission expires:



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**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
ACCEPTANCE OF REGISTERED AGENT OF DESIGNATION**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That NESSA ENTERPRISES, INC., is qualified to do business under the laws of the State of Florida with its principal office at 5915 Ponce de Leon Boulevard, Suite 60, Coral Gables, Florida 33146 and has appointed:

**HARRY K. BENDER, ESQ.**

as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

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.

  
\_\_\_\_\_  
**HARRY K. BENDER, ESQ.,**  
Registered Agent

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96 MAR 29 PM 3:26  
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