

DANICL J. IIIAMB BTEVEN O. CALAMUBA JAMEB H. HICKB<sup>4</sup> IIHIAN T. BCHER

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JENNIFER A. WOODB

\*BOARD CERTIFIED CIVIL THIAL LAWYER

1818/HONE (407) 003-2300 1818/0918/H (407) 097-3852

April 8, 1996

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

SOCOOTTP8279 -04/12/96--01040--012 \*\*\*\*122.50 \*\*\*\*122.50

Re: Solway Equity, Inc.

Dear Sir:

Enclosed please find our firm check in the amount of \$122.50 which represents your fee for the filing of the enclosed original and one copy of the Articles of Incorporation regarding the above-referenced matter.

Should you have any questions or comments regarding this matter, please do not hesitate to contact me.

Very-truly yours

Daniel J. Brams

DJB/kjf

cc: Mrs. Marcy Solway

Enclosures

## ARTICLES OF INCORPORATION OF SOLWAY EQUITY, INC.

#### ARTICLE I CORPORATE NAME

The name of this corporation is SOLWAY EQUITY, INC.

## ARTICLE II INITIAL PRINCIPAL PLACE OF BUSINESS

The corporation's initial principal place of business shall be 14314 Cypress Island Court, Palm Beach Gardens, Florida 33410.

## ARTICLE III NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

### ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 200 shares of common stock having par value of \$1.00.

#### ARTICLE V TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

#### ARTICLE VI REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Daniel J. Brams, Esquire 1645 Palm Beach Lakes Boulevard Suite 1050 West Palm Beach, Florida 33401

#### ARTICLE VII BOARD OF DIRECTORS

This Corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VIII INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street address is:

Marcy Solway 14314 Cypress Island Court Palm Beach Gardens, Florida 33410

Michael David Solway 14314 Cypress Island Court Palm Beach Gardens, Florida 33410

David Jason Kramer 14314 Cypress Island Court Palm Beach Gardens, Florida 33410

Valerie Jean Kramer 14314 Cypress Island Court Palm Beach Gardens, Florida 33410

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever comes first.

### ARTICLE IX OFFICERS

The officers of the Corporation shall consist of:

Marcy Solway - President David Jason Kramer - Vice-President/Treasurer Valerie Jean Kramer - Secretary

#### ARTICLE X INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Daniel J. Brams, Esquire HICKS, BRAMS & SCHER 1645 Palm Beach Lakes Boulevard Suite 1050 West Palm Beach, Florida 33401

## ARTICLE XI

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 by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 196.

Daniel J. Brams

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME personally appeared Daniel J. Brams, to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed same for the purposes therein expressed and who produced as identification or who is personally known to me

WITNESS my hand and official seal this

WITNESS my hand and official seal this

State of Florida at Large
My Commission Expires:

# FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, <u>Florida Statutes</u>, the following is submitted, in compliance with said Act.

SOLWAY EQUITY, INC. is desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has named Daniel J. Brams, Esquire, at 1645 Palm Beach Lakes Boulevard, Suite 1050, West Palm Beach, Florida 33401, as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT

Having been named to accept service of process for the above state 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.

Daniel J. Brams Registered Agent

## P96000033092

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OTHER FILINGS  Annual Report  Fictitious Name	REGISTRATION/ QUALIFICATION Foreign		SH 39	FILED US 26 PH STANCES
Name Reservation	Limited Partnership  Reinstatement  Trademark			FILED  95 AUG 26 PH 2: 21  1ALLAHASSEE, FLORIDA
L	Other			

Examiner's Initials

#### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SOLWAY EQUITY, INC.

Pursuant to the provision of vector cor tone product of the ď

corporation	adopts the following articles of amendment to its articles of incorporation:		
FIRST:	Amendment(s) adopted:		
Nam	e Change - From: Marcy Solway To: Marceline M. Solway		
SECOND:	If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:		
THIRD:	The date of each amendment's adoption: 8/22/96.		
FOURTH:	Adoption of Amendment(s) (check one)		
X The a	mendment(s) was/were adopted by the incorporators or board of directors ut shareholder action and shareholder action was not required.		
The a	mendment(s) was/were approved by the shareholders. The number of votes or the amendment(s) was/were sufficient for approval.		
The a	mendment(s) was/were approved by the shareholders through voting groups.		
	[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s)]		
	The number of votes cast for the amendment(s) was/were sufficient for approval by		
	(voting group)		

(continued)

Signed this 23 day of August, 1996.

	SOLWAY EQUITY, INC.
Ву	
(Chairman of	Vice Chairman of the Board of Directors, President or other pted by the shareholders)
(A director or	incorporator if adopted by the directors or incorporators)
·	<u> Daniel J. Brams</u>
	(Typed or printed name)
··	Incorporator
	(Title)