

96 14152 1ST ACCOUNTING GROUP

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((H96000005644))

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF REVENUE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FROM: DIVISION OF CORPORATIONS

PUBLIC ACCOUNTING

ELECTRONIC COVER SHEET

RE: 1ST ACCOUNTING GROUP, INC.

MIAMI FL 33126-1929

CONTACT: MANUEL R DEL VALLE

PHONE: (305) 477-2234

FAX: (305) 477-4177

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: THE PLACE ON THE BEACH, INC.

FAX AUDIT NUMBER: H96000005644

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/22/1996

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ENCLOSURE TO HOLDING

10:41:22 PM 4/22/96

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ARTICLES OF INCORPORATION  
OF  
THE PLACE ON THE BEACH, INC.

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ARTICLE I - Name

The name of this corporation is The Place on the Beach, Inc.

ARTICLE II - Nature of Business

This corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE III- Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1600 So. Bayshore Ln., Apt. 7C, Miami, FL 33133 and the name of the initial registered agent of this corporation at that address is Christopher Mallis.

DOCUMENT PREPARED BY:  
1st Accounting Group, Inc.  
7270 N.W. 12th St., Suite 340  
Miami, FL 33126-1928  
(305) 477-2234

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ARTICLE VI - Initial Board of Directors

This corporation shall have three directors 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 names and addresses of the initial directors of this corporation are:

Christopher H. Mallis  
1600 So. Bayshore Ln., Apt. 7C  
Miami, FL 33133

Armando Alfano  
1000 North Boardwalk  
Hollywood, FL 33019

Elisa Mallis  
1600 So. Bayshore Ln., Apt. 7C  
Miami, FL 33133

All of the said directors are of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: Christopher H. Mallis  
1600 So. Bayshore Ln., Apt. 7C  
Miami, FL 33133

VICE PRESIDENT: Armando Alfano  
1000 North Boardwalk  
Hollywood, FL 33019

TREASURER: Elisa Mallis  
1600 So. Bayshore Ln., Apt. 7C  
Miami, FL 33133

SECRETARY: Elisa Mallis  
1600 So. Bayshore Ln., Apt. 7C  
Miami, FL 33133

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ARTICLE VIII- Incorporator

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

Christopher H. Mallis  
1600 So. Bayshore Ln., Apt. 7C  
Miami, FL 33133

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

NAME	ADDRESS	SHARE
Christopher H. Mallis	1600 So. Bayshore Ln. Apt. 7C Miami, FL 33133	1000 Shares \$1,000.00

ARTICLE X -Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

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ARTICLE XI - Amendment

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

ARTICLES XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

1000 North Boardwalk  
Hollywood, FL 33019

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ARTICLE XIII - Registrar Agent Acceptance

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all status relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of April, 1996.

  
INCORPORATOR

  
REGISTERED AGENT

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SECRETARY OF STATE  
ALLAHASSEE, FLORIDA

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