

# 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 \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RE:

*Jenna Fulmer*

*INC MAY -1 PM 1:37*

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

☐ 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 Prop.  
☐ 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

WALK-IN  
Will Pick Up

*05/1 2:00*

**ARTICLES OF INCORPORATION  
OF  
TERRA FIRMA, INC.**

**FILED**  
**96 MAY -1 PM 1:37**  
**TALLAHASSEE FLORIDA**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the Corporation shall be **TERRA FIRMA, INC.** and the initial address of this corporation shall be 7620 SW 170 Street, Miami, Florida 33157

**ARTICLE II**

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
100	\$ 1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

**ARTICLE IV**

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 V**

The initial registered office of this corporation shall be at **7620 SW 170 Street, Miami, Florida 33157**, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be **RONALD E. HAMATY**.

## **ARTICLE VI**

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

## **ARTICLE VII**

The name and address of the first director of the corporation, who shall hold office for the first year or until his successor is duly elected and qualified shall be:

Ronald E. Hamaty  
7620 SW 170 Street  
Miami, Florida 33157

## **ARTICLE VIII**

The name and address of the Incorporator is **Ronald E. Hamaty, 7620 SW 170 Street, Miami, Florida 33157**

## **ARTICLE IX**

No contract or other transaction between this corporation and any other 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 pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member to or may be pecuniary or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director of such other corporation, or not so interested.

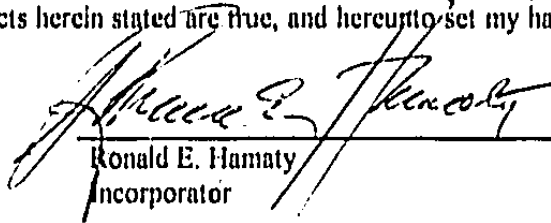
## **ARTICLE X**

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

## **ARTICLE XI**

This corporation shall indemnify and may inure its officers and directors to the fullest extent permitted by law either now or hereafter.


IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 7th day of July 1994.

  
\_\_\_\_\_  
Ronald E. Hamaty  
Incorporator

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Ronald E. Hamaty, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 30th day of April 1996

  
\_\_\_\_\_  
Notary Public  
State of Florida

My Commission Expires:



ANTHONY ASKOWITZ  
My Commission CC492768  
Expires Aug. 30, 1999

FILED

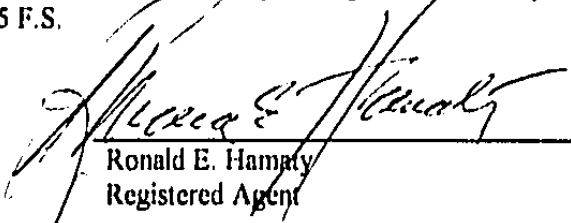
Certificate Designating Place of Business or Domicile for the Service of Process within this State, naming Agent upon whom Process may be Served.

STATE  
TALLAHASSEE, FLORIDA

In compliance with the laws of the State of Florida, the following is submitted:

First, that **TERRA FIRMA, INC.**, desiring to organize under the laws of the State of Florida, has named Ronald E. Hamaty, 7620 SW 170 Street, Miami, Florida 33157, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325 F.S.

  
\_\_\_\_\_  
Ronald E. Hamaty  
Registered Agent