

05-1-1

309 300 701

RE: UNREGISTERED FINANCIAL KIT

P.P.

196000041234
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FROM: ACE INDUSTRIES, INC.
24 NW 11TH ST
MIAMI FL 33136-2890-
CONTACT: LYNN FRIEDMAN

((H96000006750))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.C.
NAME: BODERSTROM ASSOCIATES, INC.
FAX AUDIT NUMBER: H96000006750
DATE REQUESTED: 05/13/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 13:37:27
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
((H96000006750))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Menu: <Ctrl R-Shift>

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Online

RECEIVED
96 MAY 13 PM 3:20
DIVISION OF CORPORATIONS

5/14

Re-Send page 1
10/16/96

FILED
96 MAY 14 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

May 14, 1996

ACE INDUSTRIES, INC.

MIAMI, FL

SUBJECT: SODERSTROM ASSOCIATES, INC.
REF: W96000010184

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please re-fax 1st page of Articles.

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) 487-6934.

Loris Poole
Corporate Specialist

FAX Aud. #: R96000006750
Letter Number: 496A00023815

RECEIVED
96 MAY 14 PM 1:38
DIVISION OF CORPORATIONS

05-14-1990 12:14
05/19/1996 12:10

305 350 7032
352-596-2056

ACE INDUSTRIES/PRINTING COMPANY
M J KIERZMISKI CPA

P.01
PAGE 03

FILED

95 MAY 14 PM 2:58

H96-06750

ARTICLES OF INCORPORATION
OF
SODERSTROM ASSOCIATES, INC.

I, THE UNDERSIGNED, HEREBY ORGANIZE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF CORPORATIONS FOR PROFIT.

ARTICLE I - NAME AND PRINCIPAL OFFICE

THE NAME OF THE CORPORATION SHALL BE:

SODERSTROM ASSOCIATES, INC.

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION SHALL BE:

14859 RIALTO AVENUE
BROOKSVILLE, FLORIDA 34613

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III - PURPOSE

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S GENERAL CORPORATION ACT.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 7,000 SHARES OF \$1.00 PAR VALUE COMMON STOCK, WHICH SHOULD BE DESIGNATED "COMMON SHARES".

ARTICLE V - CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION WILL BEGIN BUSINESS SHALL BE \$100.00.

H96-06750
ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-350-2071

1-196-06750

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

14859 RIALTO AVENUE
BROOKSVILLE, FLORIDA 34613

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

WAYNE SODERSTROM

ARTICLE VII

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY A MAJORITY VOTE OF THE STOCKHOLDERS, BUT IT SHALL NEVER BE LESS THAN ONE.

ARTICLE VIII

THE NAMES AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE AS FOLLOWS:

WAYNE SODERSTROM
14859 RIALTO AVENUE
BROOKSVILLE, FLORIDA 34613

ARTICLE IX - INCORPORATORS

THE NAMES AND ADDRESSES OF THE INITIAL SUBSCRIBERS SIGNING THESE ARTICLES ARE AS FOLLOWS:

WAYNE SODERSTROM
14859 RIALTO AVENUE
BROOKSVILLE, FLORIDA 34613

ARTICLE X - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND, ADDEND, OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

H96-06750

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ACE INDUSTRIES PRINTING CORP KIT PAGE 17
M J KIEPMEKT CMA

H96-06750

ARTICLE XI - BY-LAWS

THE POWER TO ADOPT, ADDEND, AMEND, OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE XII - ADOPTION OF BY-LAW

A SPECIAL MEETING OF THE SUBSCRIBERS OR THEIR ASSIGNS SHALL BE HELD, UPON THE CALL OF THE PRESIDENT, FOR THE PURPOSE OF COMPLETING THE ORGANIZATION OF THE CORPORATION AND THE ADOPTION OF THE BY-LAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING.

ARTICLE XIII - TERMS OF ISSUING STOCK

STOCK TO BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER THE TERMS, PROVISIONS AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

ARTICLE XIV - RESTRICTIONS ON TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNTS SET OPPOSITE THEIR NAMES:

WAYNE SODERSTROM 100 SHARES

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS AND THIS CORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED MY SEAL TO THESE ARTICLES OF INCORPORATION, ON THIS 13TH DAY OF MAY, 1996.


WAYNE SODERSTROM

FILED
96 MAY 14 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96-06750

09-13-1000 12152
09/13/1996 12119

303 350 7032
352-596-2156

ACE INDUSTRIES/PRINTING CORP KIT
M J KIERZYNSKI CPA

P. 17
PAGE 06

H96-06750

STATE OF FLORIDA
COUNTY OF Hernando

BEFORE ME PERSONALLY APPEARED Wayne Voelckman 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/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 13th DAY OF May,
1996.

Wayne Voelckman
NOTARY PUBLIC
FLORIDA
MY COMMISSION # 00 00000
EXPIRES: October 04, 1999
Signed This Notary Public Under Oath
PRINT, TYPE OR STAMP NAME OF
NOTARY PUBLIC

PERSONALLY KNOWN ✓ OR
TYPE OF IDENTIFICATION PRODUCED _____

H96-06750

04-13-1000 12110
05/17/1996 12110

301 300 2032
352-896-2656

ACE INDUSTRIES/PRINTING CORP KIT
M J KIERZYNSKI CPA

P.14
PAGE 07

H46-06750

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICES OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**PURSUANT TO CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:**

BODERSTROM ASSOCIATES, INC.

**DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA
WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF
INCORPORATION AT 14859 RIALTO AVENUE, BROOKSVILLE, COUNTY OF
HERNANDO, STATE OF FLORIDA, HAS NAMED WAYNE BODERSTROM, AT THAT
ADDRESS, AS ITS 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 DESIG-
NATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS
CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF THE SAID
ACT RELATIVE TO KEEPING OPEN SAID OFFICE.**

Wayne Boderstrom
WAYNE BODERSTROM

FILED
96 MAY 14 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000041234

Michael J. Kierzynski

CERTIFIED PUBLIC ACCOUNTANT, F.A.

8143 Commercial Way, Spring Hill, Florida 34606 • (352) 897-2800 • Fax (352) 896-2636

FILED
96 NOV -4 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 28, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Amendment Section

Re: Soderstrom Associates, Inc.
Document #96000041234

600001935926---5
-11/05/96--01087--014
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find Amendment to Articles of Incorporation of Soderstrom Associates, Inc., along with a check in the amount of \$35.00 for filing fees. Please process accordingly.

If you have any questions regarding the enclosures, please contact the undersigned.

Very truly yours,


Michael J. Kierzynski

MJK/mc
Enclosures
cc: Mr. Wayne Soderstrom

N/C

VS NOV 12 1996

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
SODERSTROM ASSOCIATES, INC.

FILED
96 NOV -4 PM 1:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned Corporation hereby certifies the following:

1. The name of the Corporation is Soderstrom Associates, Inc.
2. The Corporation was formed on May 14, 1996, upon the filing of Articles of Incorporation in the Office of the Secretary of State, where said Articles were assigned document number 96000041234.
3. In accordance with Florida Statute 607.181(3), all of the Shareholders and all of the Directors of the Corporation hereby declare it to be their intention that Articles I and III of the Articles of Incorporation of Soderstrom Associates, Inc., be and hereby is amended as follows:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this Corporation shall be Soderstrom Associates, P.A.

The principal place of business and mailing address of the Corporation shall be:

14859 Rialto Avenue
Brooksville, Florida 34613

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act, specifically in the area of real estate sales and consulting.

This amendment is adopted by the written agreement of all of the Shareholders and all of the Directors of the Corporation as evidenced by the signatures below and shall become effective upon the filing with the Florida Secretary of State and was adopted October 28, 1996.

SHAREHOLDERS:

x Wayne Soderstrom
WAYNE SODERSTROM

DIRECTORS:

x Wayne Soderstrom
WAYNE SODERSTROM

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 30th day of October, 1996.

SODERSTROM ASSOCIATES, INC.


x Wayne Soderstrom
WAYNE SODERSTROM, PRESIDENT

x Wayne Soderstrom
WAYNE SODERSTROM, SECRETARY

STATE OF FLORIDA
COUNTY OF Hernando

BEFORE ME PERSONALLY APPEARED Wayne Soderstrom 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/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 30th DAY OF October,
1996.

Marybeth Conway
NOTARY PUBLIC - FLORIDA
 MY COMMISSION # 00 879488
EXPIRES: October 24, 2000
Bonded Third Notary Public Underwriters
PRINT, TYPE OR STAMP NAME OF
NOTARY PUBLIC

PERSONALLY KNOWN ✓ OR
TYPE OF IDENTIFICATION PRODUCED _____

Michael J. Kierzynski

CERTIFIED PUBLIC ACCOUNTANT, P.A.

5143 Commercial Way, Spring Hill, Florida 34606 • (352) 597-2800 • Fax (352) 596-2656

P96000041234

December 11, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Amendment Section

Re: Soderstrom Associates, P.A.
Document #96000041234

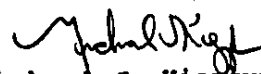
100002029931--8
-12/17/96--01016--010
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find Amendment to Articles of Incorporation of Soderstrom Associates, P.A., along with a check in the amount of \$35.00 for filing fees. Please process accordingly.

If you have any questions regarding the enclosures, please contact the undersigned.

Very truly yours,


Michael J. Kierzynski

MJK/mc
Enclosures
cc: Mr. Wayne Soderstrom

Name Change
LPS
12-20-96

FILED
96 DEC 16 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
SODERSTROM ASSOCIATES, P.A.

FILED
96 DEC 16 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Corporation hereby certifies the following:

1. The name of the Corporation is Soderstrom Associates, P.A.
2. The Corporation was formed on May 14, 1996, upon the filing of Articles of Incorporation in the Office of the Secretary of State, where said Articles were assigned document number 96000041234.
3. In accordance with Florida Statute 607.181(3), all of the Shareholders and all of the Directors of the Corporation hereby declare it to be their intention that Article I of the Articles of Incorporation of Soderstrom Associates, P.A., be and hereby is amended as follows:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this Corporation shall be Wayne Soderstrom, P.A.

The principal place of business and mailing address of the Corporation shall be:

14859 Rialto Avenue
Brooksville, Florida 34613

This amendment is adopted by the written agreement of all of the Shareholders and all of the Directors of the Corporation as evidenced by the signatures below and shall become effective upon the filing with the Florida Secretary of State and was adopted December 6, 1996.

SHAREHOLDERS:

x Wayne Soderstrom
WAYNE SODERSTROM

DIRECTORS:

x Wayne Soderstrom
WAYNE SODERSTROM

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 11th day of December, 1996.

SODERSTROM ASSOCIATES, P.A.

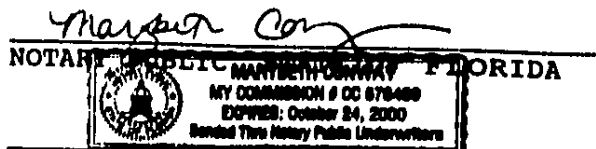
Wayne Soderstrom
WAYNE SODERSTROM, PRESIDENT

Wayne Soderstrom
WAYNE SODERSTROM, SECRETARY

STATE OF FLORIDA
COUNTY OF Hernando

BEFORE ME PERSONALLY APPEARED Wayne Soderstrom 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/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 11th DAY OF December,
1996.



PERSONALLY KNOWN ✓ OR
TYPE OF IDENTIFICATION PRODUCED _____