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Cluster Number Only

5/20/96 Monday

Richard Bregger

Requester's Name

20801 Biscayne Blvd #204

Address

Aventura, FL 33180

City

State

ZIP

Phone

954-7557

VALIDATION ONLY

FILED

MAY 21 PM 2:41

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-05/21/96--01099--005  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

KADIMA PROD. CORPORATION

☒ Profit  
☒ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

RECEIVED  
96 MAY 21 AM 9:59  
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R8-85)

F. CHESSE

MAY 21 1996

**ARTICLES OF INCORPORATION  
OF  
KADIMA PROD. CORPORATION**

FILED  
JAN 21 PM 12:41  
CLERK OF DISTRICT COURT  
NORTH MIAMI BEACH, FLORIDA

**Article I - Name**

The name of this corporation is KADIMA PROD. CORPORATION and the principal address of this corporation is 16850 South Glades Drive, Apt. 7A, North Miami Beach, 33162.

**Article II - Duration**

This Corporation shall exist perpetually.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

**Article IV - Capital Stock**

This corporation is authorized to issue fifty (50) shares of no par value common stock which shall be designated "Common Shares". This corporation is not authorized to issue preferred shares.

**Article V - Preferences, Limitations and Relative  
Rights of Shares of Capital Stock**

**Section 1. Dividends**

The holders of record of the Common Shares of this corporation shall be entitled to dividends at such times as the corporation is authorized to pay dividends.

**Section 2. Rights upon Liquidation or Dissolution**

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the outstanding Common Shares shall be paid from the remaining assets of this corporation ratably.

### Section 3. Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

### Article VI - Designation of Series

There shall exist no series in the issuance of the Common Shares authorized herein.

### Article VII - Preemptive Rights

Every shareholder, upon the sale of cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the first right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### Article VIII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 16850 South Glades Drive, Apt. 7A, North Miami Beach, 33162, and the name of the initial registered agent of this corporation at that address is Aron Solomon.

### Articles IX - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one.

The names and addresses of the initial directors of this corporation are Aron Solomon, 16850 South Glades Drive, Apt. 7A, North Miami Beach, 33162 and Juan M. Curiel, 111 N.E. 57th Street, Oakland Park, FL 33334.

### Article X - Incorporators

The name and addresses of the persons signing these Articles are Aron Solomon, 16850 South Glades Drive, Apt. 7A, North Miami Beach, 33162 and Juan M. Curiel, 111 N.E. 57th Street, Oakland Park, FL 33334.

### Article XI - By-Laws

The Power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

Article XII - Management of Corporation by  
Shareholders

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

Article XIII - Indemnification

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

Article XIV - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 17<sup>th</sup> day of May, 1996.

Aron Solomon  
Aron Solomon

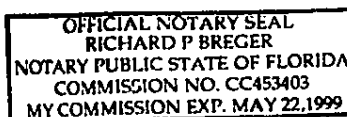
Juan M. Curiel  
Juan M. Curiel

STATE OF FLORIDA )  
                                  ss  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of May, 1996, by Aron Solomon and Juan M. Curiel, who are personally known to me or who have produced \_\_\_\_\_ as identification and who did take an oath.

R. OPP  
Notary Public

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That KADIMA PROD. CORPORATION, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Miami, Florida, has named ARON SOLOMON, located at 16850 South Glades Drive, Apt. 7A, North Miami Beach, 33162, as its agent to accept service of process within Florida.

Title: President

Signature:

Aron Solomon

(corporate officer)

Date:

5/17/96

FILED  
05 MAY 21 PM 12:41  
TALLAHASSEE, FLORIDA

**ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.

Signature:

Aron Solomon

Date:

5/17/96