

5/29/96

FLORIDA DIVISION OF CORPORATIONS

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STATE OF FLORIDA

100 N. GLENN ST

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CONTACT: RAY STONER

PHONE: (904) 984-3770

FAX: (904) 984-3770

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: SIRI STUCCO INC.

FAX AUDIT NUMBER: H96000007498

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/29/1996

TIME REQUESTED: 09:30:10

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 8

METHOD OF DELIVERY: FAX

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TALLAHASSEE, FLORIDA

96 MAY 30 9 31

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5/29/96  
R.A. Accept  
6/5

DIVISION OF CORPORATIONS

96 MAY 29 AM 10:40

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MAY-29-1996 16103

EMPIRE CORPORATE KIT

P.01/03



**FLORIDA DEPARTMENT OF STATE**  
**Sandra H. Northam**  
**Secretary of State**

May 29, 1996

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL**

**SUBJECT: SINO STUCCO INC.**  
**REF: H96000011362**

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

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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.

**Loria Poole**  
**Corporate Specialist**

**FAX Aud. #: H96000007498**  
**Letter Number: 796A00026795**

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ARTICLES OF INCORPORATION  
OF  
SIRI STUCCO INC.

8

EFFECTIVE DATE  
6-1-96

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE 1 - NAME OF CORPORATION  
-----

The name of this corporation shall be SIRI STUCCO INC.

ARTICLE 2 - GENERAL NATURE OF BUSINESS  
-----

The general nature of the business to be transacted by this corporation shall be:

A. To engage in every phase and aspect of the business of stucco, plastering and general maintenance to the public under the laws authorized to render.

B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment and to own real and personal property necessary for the rendering of such professional services.

PREPARED BY:

ASHOK DALAL P.A.  
1200 N.W. 119 Street  
N. MIAMI, FL 33136

(305) 685-3170

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TALLAHASSEE, FLORIDA

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C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the corporation enumerated in these Articles of Incorporation or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of the corporation; and in general either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives of the corporation.

D. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, or other laws of the State of Florida.

#### ARTICLE 3 - CAPITAL STOCK

-----

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share, which is divided as follows:

Name -----	Percentage of Shares -----
DONALD SIRIANNI	70%
SHARON SIRIANNI	30%

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**ARTICLE 4 - REGISTERED AGENT**  
-----

The initial registered agent of this Corporation shall be  
MYLTON GORDON, whose business office is 1266 N.W. 119 ST,  
NORTH MIAMI, FL. 33168.

**ARTICLE 5 - ADDRESS OF REGISTERED OFFICE**  
-----

The street address of the initial registered office of  
this corporation shall be 8215 S.W. 40th AVE, FORT LAUDERDALE,  
FLORIDA 33314.

**ARTICLE 6 - TERM OF EXISTENCE**  
-----

This corporation shall commence on JUNE 1st 1996, and  
shall exist perpetually unless dissolved according to law.

**ARTICLE 7 - BOARD OF DIRECTORS**  
-----

A. The initial number of directors of this corporation  
shall be two.

B. The number of Directors may be increased or diminished  
from time to time by By-laws adopted by the Directors, but shall  
never be less than one.

C. The names and street addresses of the initial members  
of the Board of Directors, each to hold office for the first year

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of existence of this corporation or until their successors are elected or appointed and have qualified, are:

PRESIDENT

SHARON SIRIANNI  
8215 S.W.40 AVENUE  
FT. LAUDERDALE, FL. 33314

VICE PRESIDENT

DONALD SIRIANNI  
8215 S.W.40 AVENUE  
FT. LAUDERDALE, FL. 33314

D. Any Director may be removed from office for any cause deemed sufficient by the shareholders of the corporation. Such removal shall be by a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders.

#### ARTICLE 8 - INCORPORATORS -----

The following are the names and addresses of the persons signing these Articles of Incorporation.

DONALD SIRIANNI  
8215 S.W.40 AVENUE  
FT. LAUDERDALE, FL. 33314

#### ARTICLE 9 - SHAREHOLDERS -----

No shareholder of this corporation may sell or transfer his or her shares of stock therein, except to another individual who is eligible to be a shareholder hereunder. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his or her shares.

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**ARTICLE 10 - BY-LAWS**  
-----

The power to adopt, amend or repeal By-Laws for the management of this corporation shall be vested in the Board of Directors.

**ARTICLE 11 - ADDITIONAL CORPORATE POWERS**  
-----

In furtherance hereof and not in limitation of the general powers conferred by the laws of the State of Florida, and pursuant to the purposes and objectives hereinabove stated, this corporation shall have all and singular the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, to carry on any business which this corporation has the direct or incidental authority to pursue.

B. To purchase and acquire any or all of its shares owned and held by any shareholder who should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies; provided, however, that the capital of the corporation shall not be impaired thereby.

C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) any other retirement or incentive compensation plan.

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**ARTICLE 12 - AMENDMENT**  
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The corporation reserves the right to amend these Articles or Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder's meeting by a majority of the shares of stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE 13 - INDEMNIFICATION**  
-----

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

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28 day of MAY, 1996.

  
DONALD SIRIANNI  
VICE PRESIDENT

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MAY-29-1996 16:04

EMPIRE CORPORATE KIT

P.03/03

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Having been named Registered Agent to accept service of process for the above-named corporation, at place designated in this certificate, I hereby agree to act in that capacity and to comply with the provisions of F. S. 848.091.

  
-----  
MYLTON GORDON

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96 MAY 30 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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TOTAL P.03

P960000 45676



Sharon Birianni  
3371 SW 81st St  
Hollywood FL 33312-7921

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Siri Stucco Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA

Off. Resa

Joe 6/9

Examiner's Initials



Florida Department of State, Jim Smith, Secretary of State  
AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA  
COUNTY OF DALDE

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TALLAHASSEE, FLORIDA

I, SHARON SIRIANNI after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, SHARON SIRIANNI hereby resign as PRESIDENT of  
(Title)  
SIRI STUCCO INC., a Florida corporation;  
(Name of Corporation)

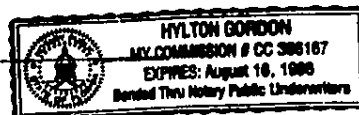
That the corporation has been notified in writing of the resignation.

Sharon Sirianni  
Signature of resigning officer/director

Sworn to and subscribed before me this 23<sup>RD</sup> day of MAY 1997.

Gordon  
NOTARY PUBLIC

My Commission Expires: 8-16-98



FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314  
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