

P960000065840

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAINES STREET
TALLAHASSEE, FL 32309
FAX: (904) 922-4000

NAME: GRI-CONCEPTS, INC.
FAX AUDIT NUMBER: H98000010859
DATE REQUESTED: 08/05/1990
CERTIFIED COPIES: 1
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$122.50

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

CONTACT: RAY STORMONT
PHONE: (305) 541-3094
FAX: (305) 541-3770

CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:50:30
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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NUM CAPS Connect: 00:26:4.

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96 AUG -7 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 AUG -7 AM 7:19
DIVISION OF CORPORATIONS

10/10/90
JLH
8-17-90



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 7, 1996

EMPIRE CORPORATE KIT COMPANY
1492 W. FLAGLER ST
SUITE 200
MIAMI, FL 33135SUBJECT: CERI CONCEPTS, INC.
REF: W96000016421

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

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 487-6933.

Dana Calloway
Document SpecialistFAX Aud. #: H96000010859
Letter Number: 596A00037565

ARTICLES OF INCORPORATION

OF

GERI-CONCEPTS, INC.

The undersigned subscribers to these Articles of Incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is Geri-Concepts, Inc.

ARTICLE II
GENERAL NATURE OF BUSINESS

This corporation is organized for the general purpose of conducting any or all lawful business permitted under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$1000.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
ADDRESS

The principal office address of the principal office of this corporation is 4801 S. University Drive, Suite 101, Davie, Florida 33328. The Board of Directors may from time to time move the principal office to any other address in Florida.

Steven C. Scheinfeldt, Esq.
4801 S. University Dr. #258
Davie, FL 33328
(954) 434.3410
FBN. 458719

FILED
96 AUG -7 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLE VI
DIRECTORS**

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

**ARTICLE VII
INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors and officers are:

| OFFICE | NAME | ADDRESS |
|--------------------------|--------------------|--|
| President/Secretary | Marlene P. Charris | 3680 Inverrary Dr., Apartment 2R, Lauderhill, Florida 33319 |
| Vice President/Treasurer | Claudia Wechter | 1279 N.E. 97 Street, Miami Shores, Florida 33138 |

**ARTICLE IX
SUBSCRIBERS**

The name and post office address of the subscribers of these Articles of Incorporation, the number of shares of stock that they agree to take and the value of the consideration therefor is:

| NAME | ADDRESS |
|--------------------|---|
| Marlene P. Charris | 3680 Inverrary Dr., Apartment 2R, Lauderhill, Florida 33319 |
| Claudia Wechter | 1279 N.E. 97 Street, Miami Shores, Miami Shores, Florida 33138 |

**ARTICLE X
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 stockholder's meeting by two thirds of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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**ARTICLE XI
REGISTERED OFFICE AND REGISTERED AGENT**

Geri-Concepts, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in these Articles of Incorporation at the City of Coral Springs, County of Broward, State of Florida hereby designates Marlene P. Charris as its Registered Agent to accept service within the State. The registered office of the corporation shall be 4801 S. University Drive, Suite 207, Davie, Florida 33328.

WITNESS the hand and seal of the incorporators in Broward County, State of Florida, this 6th day of August, 1996.

Marlene P. Charris
MARLENE P. CHARRIS
Claudia Wechter
CLAUDIA WECHTER

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, MARLENE P. CHARRIS, who is personally known to me ✓ who presented the following identification: _____ and CLAUDIA WECHTER, who is personally known to me ✓ or produced the following identification: _____, and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and seal at, Broward County, Florida this 6th day of August, 1996.

Steven C. Scheinfeldt
Steven C. Scheinfeldt
Notary Public
My Commission Expires:



STEVEN C SCHEINFELDT
My Commission CD460618
Expires Aug. 20, 1998

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2/6/97 Danny

Sheinfeld & Katz

Requester's Name

4801 S University Dr. #229

Address

Davie, FL 33328

City

State

Zip

Phone

(954) 434-3410

VALIDATION ONLY

800002001888--1
-02/07/97-01047-002
****135.00 ****35.00

CORPORATION(S) NAME

Geri-Concepts, Inc.

FILED
97-FEB-7 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

RECEIVED

96 FEB -7 AM 11:15

DEPT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

() Profit () Amendment () Merger

() 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

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

CR2E031 (R8-85)

Voluntarily Dissolved
2/7/97

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FILED
FEB - 7 PM 2:17
CLERK OF STATE
TREASURY OF FLORIDA

FIRST: The name of the corporation is: Geri - Concepts, Inc.

SECOND: The date dissolution was authorized: January 15, 1997

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 15th day of January, 19 97

Signature

Claudia Wechter

(By the Chairman or Vice Chairman of the Board, President, or other officer)

Claudia Wechter

(Typed or printed name)

Vice President

(Title)