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REFERENCE : 053059 80945A

AUTHORIZATION 1

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ORDER DATE: August 14, 1996

ORDER TIME : 10:11 AM

ORDER NO. : 053059

CUSTOMER NO: 80945A

CUSTOMER: Douglas E. Thompson, Esq DOUGLAS E. THOMPSON, ESQ

Suite 6

645 S. Military Trail

West Palm Beach, FL 33415

#### DOMESTIC FILING

NAME: LELIS & COMPANY, INC.

#### EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

W96 -17036

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State RECEIVED

96 AUG 15 AM 9 58

OLVISION OF CORPORATION

August 14, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301-2607

SUBJECT: LELIS & COMPANY, INC. Ref. Number: W96000017036

RESUBMIN

Pleaso give original submission date as file date

We have received your document for LELIS & COMPANY, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 996A00038759

Clonetha,
Can you please 100% at this
again, it is not pronounced
the same. Thank you,

SECRETARY OF STATEMS STATEMS STATEMS OF AUG 11 PH 3: 25

# ARTICLES OF INCORPORATION OF THE PROPERTY OF T

The undersigned subscribes to these Articles of Incorporation form a corporation for profit under the laws of the State of Florida.

#### ARTICLE I

The name of the corporation shall be:

LELIS & COMPANY, INC.

and its principal office for the conduct of business shall be:

5278 Gardens Hills Circle West Palm Beach, FL. 33415

The Board of Directors may from time to time move the principal office to any other address in Florida.

### ARTICLE II

The general nature of the business to be conducted by this corporation is to engage in any activities or business permitted under the laws of the United States and Florida and in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

#### ARTICLE III

The maximum number of shares of stock that this corporation is cuthorized to have outstanding at any one time is One Hundred (100) shares of common stock at One Dollar (\$1.00) par value. Said capital stock shall be fully paid and nonassessable, which shall be equal and uniform in all respects but subject to all restrictions and conditions of the by-laws of the corporation pertaining hereto, and shall be payable in lawful money of the United States, or in property, labor, or in services at a just valuation to be fixed by the stockholders at a meeting duly convened and held. The amount of capital with which the corporation shall begin shall be the sum of One Hundred Dollars (\$100.00).

#### ARTICLE IV

The transferability of any of the shares of stock in this corporation may be restricted by any shareholders agreement entered into by all of the holders of any share or shares of the stock of this corporation at the time the stockholders agreement is

#### ARTICLE V

The term for which this corporation shall exist shall be perpetual and the business of the corporation shall be conducted, carried on, and managed by the officers of this corporation and a Board of Directors composed of one or more members, which number may be altered from time to time by the by-laws of this corporation within the time limitations prescribed by the law. The officers of this corporation shall be a President, Vice-President, Secretary, Treasurer, and any other officer as to the Board of Directors may seem expedient. Any two or more offices may be held by the same person.

#### ARTICLE VI

The names and addresses of the Directors constituting the initial Board of Directors are as follows:

Name Jeffrey E. Nieves	Address 5278 Garden Hills Circle West Palm Beach, FL 33415	Office Director President Secretary
Lynn L. Gotay	5278 Garden Hills Circle West Palm Beach, FL 33415	V. President Treasurer

#### ARTICLE VII

The name and street address of the corporation's initial registered agent is:

Douglas E. Thompson 645 S. Military Trail West Palm Beach, FL. 33415

#### ARTICLE VIII

The name and address of the incorporator is as follows:

Jeffrey E. Nieves 5278 Gardens Hills Circle West Palm Beach, FL. 33415

#### ARTICLE IX

No contract, act or transaction of this corporation with any person or persons, firm, or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act, or transaction, or in any way connected with such person or persons, firm, or corporation. Each and every person who may become a director of this corporation is hereby

relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or herself or any other firm, association, or corporation in which he or she may in any way be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he or she is also a director of such subsidiary or controlled company.

#### ARTICLE X

These Articles of Incorporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

#### ARTICLE XI

This corporation shall commence its existence on the date the charter for this corporation is approved by the Secretary of State.

Witness my hand and seal this 2 to of August, 1990.

Jeffrey E./Nieves, Incorporator

I hereby accept appointment as Registered Agent.

Witness my hand and seal this (21 day of August, 1996.

Douglas E. Thompson

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgments, personally appeared Jeffrey E. Nieves, to me known to be the person described as subscriber to the foregoing Articles of Incorporation and who executed the same, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 12 day of August, 1996.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:

STATE OF FLORIDA

SS:

COUNTY OF PALM BEACH )

DOUGLAS E. THOMPSON
My Comm Exp. 3/11/06
My Comm Exp. 3/11/06
No. CC538839

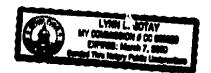
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I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgments, personally appeared Douglas E. Thompson, to me known to be the person described as Registered Agent of the above Corporation and who executed the same, and acknowledged before me that he accepted the office of Registered Agent.

WITNESS my hand and official seal in the County and State named above this /// day of August, 1996.

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



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