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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MIAMI SKATE PARK, INC.

AUDIT NUMBER.....H96000013842

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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ARTICLES OF INCORPORATION  
OF

MIAMI SKATE PARK, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

MIAMI SKATE PARK, INC.

The principal place of business is:

11745 S.W. 82nd Avenue

Miami, FL 33156

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

1. Of transacting any and all business permitted under the laws of the United States and under the laws of the State of Florida.
2. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Richard A. Perez, Esq.  
330 S.W. 27 Avenue, Suite 609  
Miami, FL 33135  
Telephone: (305) 644-3377  
Florida Bar No.: 0832235

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3. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limits as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stocks for any lawful purposes, including the acquisition of any other entity.

4. To engage in any and all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

#### ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock at one (\$1.00) dollars par value.

#### ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share at the price at which it is offered to others.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 11745 S.W. 82nd Avenue, Miami, FL 33156 and the name of the initial registered agent of this corporation at that address is: MARCO PLYLER.

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**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

This corporation shall have three directors initially. The number of directors may be either increased or decreased by the By-Laws adopted by the shareholders but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
SHELDON D. SMITH, President	11745 S.W. 82 Ave., Miami, FL 33156
MARCO PLYLER, Vice Pres.	11745 S.W. 82 Ave., Miami, FL 33156
PATRICK A. KARAKADZE, Secretary	10204 S.W. 96 Ct., Miami, FL 33176

**ARTICLE VIII. INCORPORATION**

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
SHELDON D. SMITH, President	11745 S.W. 82 Ave., Miami, FL 33156
MARCO PLYLER, Vice Pres.	11745 S.W. 82 Ave., Miami, FL 33156
PATRICK A. KARAKADZE, Secretary	10204 S.W. 96 Ct., Miami, FL 33176

**ARTICLE IX. BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

**ARTICLE X. AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 1 day of OCTOBER, 1996.

  
PATRICK A. KARAKADZE

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STATE OF FLORIDA       )  
COUNTY OF DADE        )

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S. J. HARRIS  
CLERK OF DISTRICT COURT  
JUDICIAL CIRCUIT IN AND FOR  
DADE COUNTY, FLORIDA

BEFORE ME the undersigned authority personally appeared Patrick Karakadz, known to me to be the person who executed the Articles of Incorporation of MIAMI SKATE PARK, INC., and has acknowledged before me that he has executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal at Miami, Dade County, Florida, this 1 day of October, 1996.



Richard A. Perez  
My Commission C0678088  
Expires Aug. 28, 2000

[Signature]  
NOTARY PUBLIC

My commission expires:

Having been named to accept service of process for MIAMI SKATE PARK, INC. at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: OCTOBER 1, 1996

SIGNATURE: [Signature]

RESIDENT AGENT

THIS INSTRUMENT WAS PREPARED BY:  
RICHARD A. PEREZ, ESQUIRE  
330 S.W. 27th Avenue, Suite 609  
Miami, Florida 33135  
Telephone: (305) 644-3377

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