

P96000082273

Charter Number Only

10-3-96 Carla

Blaw & Frankel #1400

Requestor's Name
L.S. 3rd Ave.

Address
Miami, FL 33181

City State ZIP Phone

377-9953

VALIDATION ONLY

100001964971
-10/04/96--01040--005
****122.50 ****122.50

CORPORATION(S) NAME

ASYL Holdings, Inc.

FILED
96 OCT -4 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ 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

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

EFFECTIVE DATE
OCT - 3 1996

CERTIFIED COPY

RECEIVED
96 OCT -4 AM 10:09
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

EFFECTIVE DATE
OCT - 3 1996

ARTICLES OF INCORPORATION
OF
ASYL HOLDINGS, INC.

FILED
96 OCT -4 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this Corporation is:

ASYL HOLDINGS, INC.

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI.
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 VII.
PREEMPTIVE RIGHTS:

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

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 1400-A, SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131, and the name of the initial registered agent of this Corporation at that address is: **COPROLITE CORPORATION**, and the principal place of business is 1400-A SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131.

ARTICLE IX.

This Corporation shall have one (1) Director 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 (1). The name and address of the initial Director of this Corporation is:

JOSE REINES
#1400 SunTrust International Center
One Southeast Third Avenue
Miami, Florida 33131

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation is:

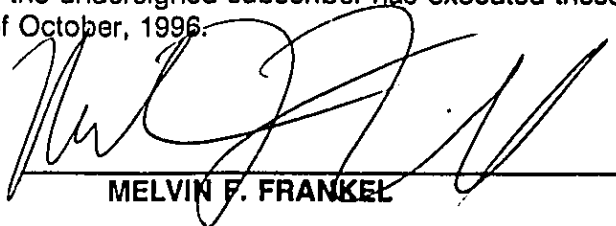
MELVIN F. FRANKEL
#1400 SunTrust International Center
One Southeast Third Avenue
Miami, Florida 33131

ARTICLE XI.
AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions

contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

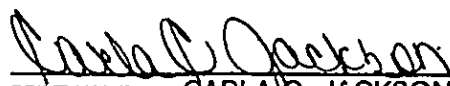
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of October, 1996.

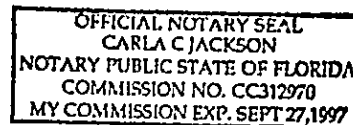

MELVIN F. FRANKEL

STATE OF FLORIDA)
 : SS.
COUNTY OF DADE)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MELVIN F. FRANKEL, who ☒ is personally known to me, or ☐ produced as identification, acknowledging to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same.

WITNESS my hand and official seal, this 3rd day of October, 1996, in the County and State aforesaid.


PRINT NAME: CARLA C. JACKSON
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires: 09/27/1997
Commission No: CC-312970



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

FILED
OCT -4 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE
WITH SAID ACT:

FIRST THAT ASYL HOLDINGS, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT
1400 SUNTRUST INTERNATIONAL CENTER, ONE SOUTHEAST THIRD AVENUE, MIAMI, FLORIDA 33131, HAS
NAMED COPROLITE CORPORATION, LOCATED AT 1400-A SUNTRUST INTERNATIONAL CENTER, ONE
SOUTHEAST THIRD AVENUE, MIAMI, FLORIDA 33131, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

ASYL HOLDINGS, INC., a Florida corporation

BY

MELVIN F. FRANKEL, ORGANIZER

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE
PLACE DESIGNATED IN THIS CERTIFICATE, WE HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF OUR DUTIES.

COPROLITE CORPORATION,
a Florida corporation

By

MELVIN F. FRANKEL, President

Dated: October 3rd, 1996

STATE OF FLORIDA)
: SS.
COUNTY OF DADE)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to
take acknowledgments, personally appeared MELVIN F. FRANKEL, President of COPROLITE CORPORATION,
a Florida corporation, who ☒ is personally known to me, or ☐ produced
as identification, acknowledging to be the person described in and who executed the
foregoing instrument, who acknowledged before me that he executed the same.

WITNESS my hand and official seal, this 3rd day of October, 1996, in the County and State
aforesaid.

PRINT NAME: CARLA C. JACKSON
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires: 09/27/1997
Commission No: CC-312970

OFFICIAL NOTARY SEAL
CARLA C JACKSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC312970
MY COMMISSION EXP. SEPT 27, 1997