

P96000088478

Charter Number Only

10-23-96

Gossett & Gossett, P.A.

Requestor's Name

4700 Sheridan Street

Address

Hollywood, Fl. 33021

City

State

ZIP

Phone

(954) 983-2828A

VALIDATION ONLY

500001984895--6  
-10/24/96--01026--012  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Westside properties & Investments, Inc.



Empire Toll Free: 1-800-432-3028

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

96 OCT 28 AM 11:10

FILED

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

CERTIFIED COPY

96 OCT 24 AM 10:35

**Gossett & Gossett, P.A.**  
*Attorneys at Law*  
4700 Sheridan Street, Building I  
Hollywood, Florida 33021-3416  
Phone (954) 983-2828

Robert L. Gossett  
Ronald P. Gossett

Fax (954) 983-2830  
E-mail: 70741.273@CompuServe.com

October 21, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

Re: Westside Properties & Investments, Inc.

Gentlemen:

Enclosed are the Articles of Incorporation and Certificate of Designation and Acceptance of Registered Agent executed in duplicate for the proposed corporation, named above.

Also enclosed is our check payable to the State of Florida in the sum of \$122.50 representing the following:

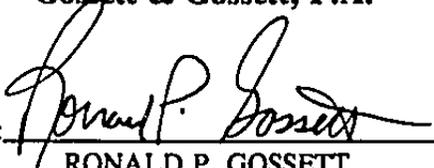
1. \$35.00 for filing fee;
2. \$52.50 for certified copy of Certificate of Incorporation;
3. \$35.00 for filing Certificate of Designation of Registered Agent.

Please forward the certified copy of the Certificate of Incorporation to the above address at your earliest convenience.

Thank you for your cooperation.

Sincerely,

**Gossett & Gossett, P.A.**

By: 

RONALD P. GOSSETT

For the Firm

RPG/np  
Encl:



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 24, 1996

EMPIRE

MIAMI, FL

SUBJECT: WESTSIDE PROPERTIES & INVESTMENTS, INC.  
Ref. Number: W96000022668

We have received your document for WESTSIDE PROPERTIES & INVESTMENTS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6926.

Teresa Brown  
Corporate Specialist

Letter Number: 296A00049204

RECEIVED  
96 OCT 28 AM 10 21  
DIVISION OF CORPORATIONS

**Articles of Incorporation  
of  
Westside Properties & Investments, Inc.**

FILED  
95 OCT 28 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the laws of the State of Florida, by and under the provisions for the formation, liability, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

The name of this corporation shall be:

***Westside Properties & Investments, Inc.***

**ARTICLE II**

The primary purpose of the corporation is to carry on the business of real estate sales.

The general nature of the business proposed to be transacted and carried on, and the objectives and purposes of the Corporation, are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

(a) To buy, sell, auction, lease or otherwise deal in real or personal property of every kind and nature, either at retail or wholesale for the Corporation's own account or for the account of others.

(b) To manufacture, purchase or otherwise acquire, and to own and mortgage, pledge, sell, assign and transfer or otherwise dispose of, and to invest, trade, deal in and with goods, wares, merchandise and other personal property of every class and description whatsoever.

(c) To buy, sell, manufacture, repair, alter and exchange, let or hire, export and deal in all kinds of articles and things which may be required for the purpose of any of the said businesses, or commonly supplied or dealt in by persons engaged in any such business, or which may seem capable of being profitably dealt with in connection with any of the said business.

(d) To operate and maintain stores, buildings, warehouses or any other real property for the carrying out of any of the foregoing businesses.

(e) To lease, hire or otherwise acquire, to own, hold, maintain, improve, alter and to sell, convey, mortgage or otherwise dispose of real and personal property and any interest therein.

(f) To guarantee, to acquire by purchase, subscription or otherwise, hold for investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or any evidences of indebtedness created by any other corporation or corporations; and while the owner of any such stocks, bonds, securities or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership; including the right to vote thereon for any and all purposes; to aid by loan, subsidy, guaranty, or in any other manner whatsoever so far as the same may be permitted in the case of corporations organized under the general corporation laws of the State of Florida, any corporation whose stocks, bonds, securities or other obligations are or may be in any manner and at any time owned, held or guaranteed, and to do any and all other acts or things for the preservation, protection, improvement or enhancement in value of any such stocks, bonds, securities or other

obligations; and to do all and any such acts or things designed to accomplish any such purposes.

(g) To acquire, hold, own, dispose of and generally deal in grants, concessions, franchises and contracts of every kind; to cause to be formed, promote and to aid in any way in the formation of any corporation, domestic or foreign.

(h) To act as financial, business and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments or other bodies.

(i) To acquire in any manner, enjoy, utilize, hold, sell, assign, lease, mortgage or otherwise dispose of, letters patent of the United States or of any foreign country, patents, patent rights, licenses and privileges, inventions, improvements, processes, copyrights, trademarks and trade name or pending applications therefor, relating to or useful in connection with the business of the Corporation or any other corporation in which the Corporation may have an interest as a stockholder or otherwise.

(j) To borrow money and contract debts when necessary for the transaction of its businesses or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at a specified time or payable upon the happening of a specific event, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired, or for any other lawful objects.

(k) To acquire by purchase, subscription or otherwise, and to hold for investment, and to own, hold, sell, vote and handle shares of stock in other corporations.

(l) To have one or more offices, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, and the territories, possessions and dependencies of the United States, and in foreign countries, without restriction as to place or amount.

(m) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, as principal, agent, director, trustee or otherwise, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of the Corporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation or any amendment thereof.

(and) To do such other acts; to engage in such other business or businesses; and to have such other rights and powers, and to have such other purposes as may now or hereafter by lawful and authorized under the laws of the State of Florida.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the Corporation; it is hereby expressly provided that the foregoing enumeration of specific power shall not be held to limit or restrict in any manner the powers of this Corporation.

### **ARTICLE III**

The capital stock of this Corporation shall consist of 1000 shares of common stock of a par value of no par value per share.

Each holder of common stock shall have one vote for each share of such stock held. The whole or any part of the capital stock of this Corporation shall be payable in lawful money of the United States of America, by proper labor, by services, or by property, at a just valuation to be fixed by the directors.

### **ARTICLE IV**

This Corporation is to have perpetual existence.

### **ARTICLE V**

The street address of the principal and initial registered office of this Corporation is 10639 W. Atlantic Boulevard, Coral Springs, FL 33071.

The name of the initial registered agent of this Corporation at that address is Cheryl Tracy. The Board of Directors may, from time to time, move the registered office to any other address within or without the State of Florida.

### **ARTICLE VI**

This Corporation shall at all times have at least one director. The number of directors may be increased or decreased from time to time in the manner set forth in the By-Laws adopted by the stockholders, but shall never be less than one.

### **ARTICLE VII**

The name and addresses of the members of the first Board of Directors are as follows:

Cheryl Tracy  
10639 W. Atlantic Boulevard  
Coral Springs, FL 33071

Rebecca Lippstreuer  
10639 W. Atlantic Boulevard  
Coral Springs, FL 33071

#### ARTICLE VIII

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting and regulating the powers of the Corporation, its stockholders and directors, are hereby adopted as a part of these Articles of Incorporation:

(a) The Board of Directors from time to time shall determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders.

(b) The directors may prescribe a method or methods for replacement of lost stock certificates, and prescribe reasonable conditions by way of security, upon the issue of new certificates therefore.

(c) Unless otherwise determined by the Board of Directors no holder of stock of the Corporation shall be entitled as such, as a matter of right, to purchase or subscribe for any stock of any class which the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether out of unissued shares authorized by the Corporation acquired by it after the issue thereof, and whether issued for cash or otherwise, nor shall he be entitled to any right of subscription to any

thereof; nor, unless otherwise determined by the Board of Directors, shall any holder of any shares of the capital stock of the corporation be entitled as such as a matter of right, to purchase or subscribe for any obligation which the Corporation may issue or sell that may be convertible into or exchangeable for any shares of the stock of the Corporation of any class or classes, or to which shall be attached or appurtenant to any warrant or warrants, or any instruments or instrument that shall confer upon the holder or holders of such obligation the right to subscribe for or purchase from the Corporation any share of its capital stock of any class or classes.

(d) No contract or other transaction between the Corporation and any other Corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the Corporation is or are interested in, or is a director or officer, or are directors or officers of such other Corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in any such contract, act or transaction of the Corporation with any person or persons, firm or corporation and each and every person who may become a director of the Corporation is hereby relieved from any liability that may otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in any wise interested. Any director of the 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 is also a director of such subsidiary or controlled company.

(e) The Corporation shall indemnify any officer or director or any former officer or

director to the full extent permitted by law.

(f) Directors may set salaries or other compensation of officers without prior stockholder consent or subsequent stockholder ratification, including setting salaries or other compensation for members of the Board who may also from time to time serve as officers of the Corporation.

#### **ARTICLE IX**

The name and address of the incorporator of this Corporation is as follows:

**CHERYL TRACY**  
10639 W. Atlantic Boulevard  
Coral Springs, FL 33071

#### **ARTICLE X**

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 having the right to vote on any such amendment, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders entitled to vote therein sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

This Corporation shall begin existence as of the date of **FILING** of these Articles.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles

of Incorporation at Hollywood, Broward County, Florida, for the uses and purposes aforesaid, this 9 day of October, 1996.

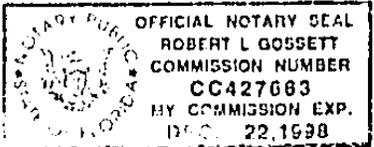
*Cheryl Tracy*  
\_\_\_\_\_  
CHERYL TRACY

STATE OF FLORIDA            )  
  ) §§:  
COUNTY OF BROWARD        )

THE FOREGOING Articles of Incorporation were acknowledged before me this 9 day of October, 1996, by CHERYL TRACY the subscriber to the said Articles of Incorporation.

*Robert L. Gossett*  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission expires:



**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

THE UNDERSIGNED, having been appointed as Registered Agent for the above named Corporation, hereby consents to said appointment and agrees to serve as same for said Corporation.

*Cheryl Tracy*  
\_\_\_\_\_  
Cheryl Tracy

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF BROWARD        )

THE FOREGOING Acceptance of Designation as Registered Agent was acknowledged before me this 9 day of October, 1996, by Cheryl Tracy.

  
NOTARY PUBLIC

My Commission expires:

