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FLORIDA DEPARTMENT OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
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NAME: DAVON ITALY, INC.

AUDIT NUMBER.....H96000015759

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

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION  
of

DAVON ITALY, INC., a Florida Corporation

WE, the undersigned, AVI CIMENT and ADINA CIMENT  
hereby associate ourselves for the  
purpose of becoming a corporation under the Laws of the State of  
Florida, by and under the provisions of the Statutes of the State  
of Florida, providing for the formation, liability, rights, privi-  
leges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

DAVON ITALY, INC., a Florida Corporation

ARTICLE II

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

- a. To engage in any legal business.
- b. To make and carry out contracts for buildings, erect-  
ing, improving and repairing buildings, structures, improvements,  
warehouses, docks and structures of every kind and nature whatsoever.
- c. In the purchase or acquisition of property, business  
rights or franchises, or for additional working capital, or for any  
other object in or about its business or affairs, and without limit  
as to amount, to incur debt, and to raise, borrow and secure the  
payment of money in any lawful manner, including issue and sale of

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other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of indebtedness of all kinds, whether secured by mortgage, pledge, deed or trust or otherwise.

d. Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter may be authorized by law, and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

#### ARTICLE III

#### CAPITAL STOCK

The authorized capital stock of this corporation shall be divided into 100 Shares of common stock of \$1.00 per value.

All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or unissued stock of this corporation until such time as an Amendment to the By-Laws may be passed. This provision is made pursuant to Florida Statute 608.42.

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ARTICLE IV

## CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be a minimum of One Thousand ——— dollars.

ARTICLE V

## CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

## PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be 4011 Meridian Avenue, Miami Beach, Florida 33140 with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII

The Resident Agent designated to accept service of process for the corporation shall be Avi Cinant- 4011 Meridian Avenue, Miami Beach, Florida 33140

ARTICLE VIII

The number of Directors of this corporation shall be not less than two ( 2 ) nor more than five ( 5 ).

ARTICLE IX

## DIRECTORS

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or

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until their successors are chosen, shall be:

<u>NAME</u>	<u>ADDRESS</u>
AVI CIMENT	4011 Meridian Avenue Miami Beach, Florida 33140
ADINA CIMENT	4011 Meridian Avenue Miami Beach, Florida 33140

#### ARTICLE X

The name and addresses of the Officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>
AVI CIMENT - President	4011 Meridian Avenue Miami Beach, Florida 33140
ADINA CIMENT- Sec.-Treas.	4011 Meridian Avenue Miami Beach, Florida 33140

#### ARTICLE XI

The names and post office addresses of the subscribers and the number of shares each agree to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
AVI CIMENT	4011 Meridian Avenue Miami Beach, Florida 33140	50
ADINA CIMENT	4011 Meridian Avenue Miami Beach, Florida 33140	50

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ARTICLE XII

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

In compliance with Section 48.091, Florida Statutes, the  
following is submitted:

First, that DAVON ITALY, INC.  
(name of corporation)

desiring to organize or qualify under the laws of the State of  
Florida, with its principal place of business at City of Miami  
Beach, State of Florida, has named  
Avi Ciment, located at 4011 Meridian Avenue  
City of Miami Beach, State of  
Florida, as its agent to accept service of process within Florida.

[Signature]  
AVI CIMENT, Subscriber

[Signature]  
ADINA CIMENT, Subscriber

[Signature]  
Corporate Officer  
AVI CIMENT  
President

Date: November, 1996

Having been named to accept service of process for the  
above stated corporation, at the place designated in this Certifi-  
cate, 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.

[Signature]  
AVI CIMENT Resident Agent  
Date: November, 1996

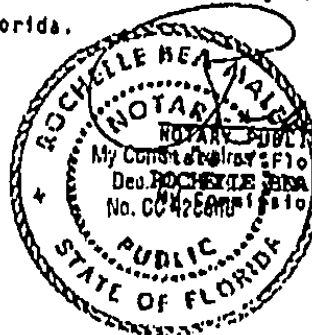
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ARTICLE XIIIACKNOWLEDGMENTSTATE OF FLORIDA }  
COUNTY OF DADE } SS:

I HEREBY CERTIFY that on this 2<sup>nd</sup> day of November,  
19 96 personally appeared before me, the undersigned Notary Public  
in and for the State of Florida, AVI CIMENT and ADINA CIMENT

parties to the foregoing Certificate of Incorporation, and each acknowledged that he or she did make, subscribe and acknowledge the foregoing Certificate as and for his or her voluntary act and deed, and that the facts therein set forth are true and correct as given under my hand and official seal, the day and year written at Dade County, Florida.



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