

P96000092264

GARY R. SASLAW, P.A.
20801 BISCAYNE BOULEVARD
SUITE 304
AVENTURA, FLORIDA 33180-1422

GARY R. SASLAW
OF COUNSEL
WILLIAM J. BEGAL

(305) 682-0200
FAX (305) 682-1800

October 29, 1996

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

1 00001990861--4
-10/30/96--01089--009
****122.50 ****122.50

Re: Kay Spitzer, Inc.

To Whom This May Concern:

Please find enclosed 2 executed copies of the Articles of Incorporation of Kay Spitzer, Inc. I have also enclosed a check in the amount of \$122.50 to cover the following:

Filing Articles of Incorporation	\$ 35.00
Designation of Registered Agent	35.00
Certified Copy Fee	<u>52.50</u>
TOTAL	\$122.50

Please return a certified copy of the Articles of Incorporation in the envelope provided for your convenience. If you have any questions, please immediately contact the undersigned.

Sincerely,

GARY R. SASLAW, P.A.

Gary Saslaw

wak:gs
Enclosures

NOV 1 1996

Copy to: Ms. Kay Spitzer

SPRJ2900

NOV 12 1996

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W96-23299

FILED
NOV 12 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 4, 1996

GARY R. SASLAW, P.A.
20801 BISCAYNE BLVD.
SUITE 304
AVENTURA, FL 33180-1422

SUBJECT: KAY SPITZER, INC.
Ref. Number: W96000023299

We have received your document for KAY SPITZER, 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 designation of the registered agent must be at a Florida street address.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 796A00050496

LAW OFFICES
GARY R. SASLAW, P.A.
20801 BISCAYNE BOULEVARD
SUITE 304
AVENTURA, FLORIDA 33180-1422

GARY R. SASLAW
OF COUNSEL
WILLIAM J. SEGAL

(305) 682-0200
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October 29, 1996

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Kay Spitzer, Inc.

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TOTAL	\$122.50

Please return a certified copy of the Articles of Incorporation in the envelope provided for your convenience. If you have any questions, please immediately contact the undersigned.

Sincerely,

GARY R. SASLAW, P.A.

Gary Saslaw

wak:gs
Enclosures

Copy to: Ms. Kay Spitzer

ARTICLES OF INCORPORATION
OF
KAY SPITZER, INC.

FILED
96 NOV 12 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

Name

The name of this Corporation shall be Kay Spitzer, Inc.

ARTICLE 2

Principal Office

The principal place of business and mailing address of the corporation shall be P.O. Box 220650, Hollywood, Florida 33022-0650.

ARTICLE 3

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4

Capital Stock

The authorized capital stock, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
7,500	\$1.00	Voting Common

ARTICLE 5

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1915-A Hollywood Blvd., Hollywood, Florida 33020 and the name of the initial registered agent of this Corporation at that address is Oscar Padron.

ARTICLE 6

Initial Board of Directors

The names and addresses of the initial directors of this Corporation are:

Ellen W. Spitzer P.O. Box 220650
Hollywood, Florida 33022-0650

The number of directors may be either increased or diminished from time to time as provided for by the By-Laws but shall never be less than one.

ARTICLE 7

Incorporator/Subscriber

The names and addresses of the persons signing these articles are:

Ellen W. Spitzer P.O. Box 220650
Hollywood, Florida 33022-0650

ARTICLE 8

By-Laws

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

ARTICLE 9

Indemnification

The Corporation shall indemnify, or advance expense to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation; and further provided that, in all cases, such person acted in good faith and in a manner in which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation. The foregoing is subject to and shall not limited any rights granted to the Corporation by the Florida General Corporation Act.

ARTICLE 10

Amendment

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

IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 25 day of October, 1996.

Ellen W. Spitzer

Ellen W. Spitzer,
Incorporator/Subscriber

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: October 25, 1996

Oscar Padron
Oscar Padron, Registered Agent

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing Articles of Incorporation were acknowledged before me this 25 day of October, 1996, by Ellen W. Spitzer as Incorporator/Subscriber. Ellen W. Spitzer is personally known to me or has produced a Florida Driver's License as identification.

WITNESS my hand and official seal in the State and County last aforesaid, this 25 day of October, 1996.

Louise M. Rawls

Notary Public

State of Florida

My commission expires: 7-13-97

My commission number is: CC291307



STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing Articles of Incorporation were acknowledged before me this 25 day of October, 1996, by Oscar Padron as Registered Agent. Oscar Padron is personally known to me or has produced a Florida Driver's License as identification.

WITNESS my hand and official seal in the State and County last aforesaid, this 25 day of October, 1996.

Louise M. Rawls
Notary Public
State of Florida
My commission expires: 7-13-97
My commission number is: CC291307

