

P96000096105

EMERSON GROVE, INC.  
7657 Biscayne Boulevard  
Miami, FL 33138  
(305) 654-9918

200000009672--1  
-11/20/96--01064--005  
\*\*\*\*122.50 \*\*\*\*122.50

Department of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32304

RE: Articles of Incorporation for Emerson Grove, Inc.

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm check in the amount of \$122.50, representing the fee for filing of said Articles and a certified copy.

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your anticipated cooperation.

Very truly yours,

*DAVID N. ELLIS*

DAVID N. ELLIS

ENE/sav  
Enclosures

NOV 26 1996

BSB

FILED  
96 NOV 20 AM 9:01  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
EMERSON GROVE, INC.

FILED

95 NOV 20 AM 9:01

STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this Corporation is: EMERSON GROVE, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Twelve Hundred (1,200) shares of common stock having a par value of Fifty Cents (\$.50) per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE V. INITIAL PRINCIPAL OFFICE.

The initial principal office of this Corporation in the State of Florida shall be:

7657 Biscayne Boulevard  
Miami, FL 33138

The Board of Directors from time to time may move the principal office to any other address in or out of the State of Florida and establish branches and subsidiaries in any place within the United States.

THIS INSTRUMENT PREPARED BY:  
DAVID N. ELLIS, 727 NE 195th Street  
No. Miami Beach, FL 33179

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTOR.

The name of the initial director of this Corporation and his street address is:

John T. Vinson  
7657 Biscayne Boulevard  
Miami, FL 33138

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

David N. Ellis  
7657 Biscayne Boulevard  
Miami, FL 33138

ARTICLE IX. AMENDMENT.

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

ARTICLE X.      REGISTERED AGENT.

The name and address of the initial Registered Agent of the corporation who shall accept the service of process within this State on behalf of the Corporation is:

David N. Ellis  
7657 Biscayne Boulevard  
Miami, FL 33138

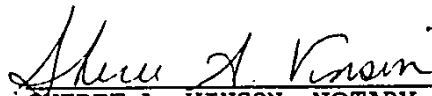
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 15th day of November, 1996.



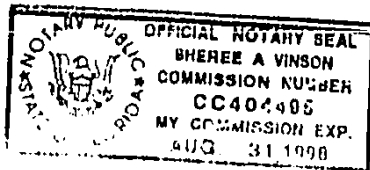
\_\_\_\_\_  
DAVID N. ELLIS  
Incorporator

STATE OF FLORIDA      )  
                                  :SS.  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 15th day of November, 1996 by DAVID N. ELLIS, who is personally known to me and who did take an oath.



\_\_\_\_\_  
SHEREE A. VINSON, NOTARY PUBLIC



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

---

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

THAT EMERSON GROVE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 14850 NE 31 Circle, Redmond, WA 98052, in the State of Florida, has named David N. Ellis located at 14850 NE 31 Circle, Redmond, WA 98052, Dade County, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



REGISTERED AGENT

**FILED**  
96 NOV 20 AM 9:01  
STATE  
TALLAHASSEE, FLORIDA