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DE 9.1996 10:18PM COHEN, CHASE & TRAUTMAN

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12/09/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: COHEN, CHASE, HOFFMAN & TRAUTMAN, P.A. ACCT#: 102450002676
CONTACT: MARY W KURLANSIK
PHONE: (305) 670-0201 FAX #: (305) 670-6152

NAME: SOLOMON GALIANO, INC.
AUDIT NUMBER.....H96000017214
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. *EFFECTIVE DATE*
CERT. OF STATUS..0 PAGES..... 3
CERT. COPIES.....1 DEL.METHOD.. FAX
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ARTICLES OF INCORPORATION
OF
SOLOMON GALIANO, INC.

ARTICLE I - NAME

96 DEC 10 M 11:33
SOLOMON GALIANO, INC.
FLORIDA
EFFECTIVE DATE
12-9-96

The name of this corporation is Solomon Galliano, Inc.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the 9th day of December, 1996; provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

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

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

This instrument prepared by:
Alan J. Chase, Esquire
Florida Bar No. 205478
Cohen, Chase & Hoffman, P.A.
9400 S. Dadeland Boulevard, Suite 400
Miami, Florida 33156
(305) 670-0201

ARTICLE V - OFFICERS

The initial officers of the Corporation shall be:

President	Helen Weiss
Secretary	Helen Weiss
Treasurer	Heleh Weiss

ARTICLE VI - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at the following address:

1925 Brickell Avenue, Unit TH-14
Miami, Florida 33129

The corporation's mailing address shall, initially, be located at the same address.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>REGISTERED AGENT</u>	<u>STREET ADDRESS OF REGISTERED OFFICE</u>
Helen Weiss	1925 Brickell Avenue, Unit TH-14 Miami, Florida 33129

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one 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. The initial director of this corporation is:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Helen Weiss	1925 Brickell Avenue, Unit TH-14 Miami, Florida 33129

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

NAME

Helen Weiss

ADDRESS

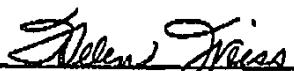
1925 Brickell Avenue, Unit TH-14
Miami, Florida 33129

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter,

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9th day of December, 1996.

Incorporator:



HELEN WEISS

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation:



HELEN WEISS

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