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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

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NAME: PEAK FINANCIAL SERVICES AND INVESTMENTS, COR

NAME: PEAK FINANCIAL SERVICES AND INVESTMENTS, COR

AUDIT NUMBER.....H96000017272

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

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EMPIRE CORPORATE KIT

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**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

December 10, 1996

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL**

**SUBJECT: PEAK FINANCIAL SERVICES AND INVESTMENTS, CORP.**  
**REF: W96000025897**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

**THE TELEPHONE NUMBER MUST BE ON THE PREPARER'S STATEMENT.**

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) 487-6878.

**Terri Buckley**  
Corporate Specialist

**FAX Aud. #: H96000017272**  
**Letter Number: 396A00055157**

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**ARTICLES OF INCORPORATION**

H96000017272

OF

**PEAK FINANCIAL SERVICES AND INVESTMENTS CORP.**

The undersigned, Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I: NAME OF THE CORPORATION**

The name of the corporation is, **PEAK FINANCIAL SERVICES AND INVESTMENTS, CORP.**, hereinafter referred to as the "Corporation".

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is **3672 GRAND AVENUE, COCONUT GROVE, FLORIDA 33133.**

**ARTICLE III: DURATION OF THE CORPORATION**

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

**ARTICLE IV: PURPOSE OF THE CORPORATION**

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

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ARTICLES/GJACKSON

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JEANNETTE G. ANDREWS ESQ  
TOOLS FOR CHANGE  
6255 N. W. 7TH AVENUE  
MIAMI, FL 33160  
FI BAR# 0076124

(305) 751-8934

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**ARTICLE V: AUTHORIZED SHARES**

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

**ARTICLE VI: PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

**ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's initial registered office, 3672 GRAND AVENUE, COCONUT GROVE, FLORIDA 33133, and the registered agent at that office is JAMES C. JACKSON, III.

**ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) directors constituting the Initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The Initial Board of Directors of the Corporation shall be comprised of:

JAMES C. JACKSON, III  
3672 GRAND AVENUE  
COCONUT GROVE, FLORIDA 33133

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**ARTICLE IX: INCORPORATOR**

The Incorporator of the Corporation is as follows:

JAMES C. JACKSON, III  
3672 GRAND AVENUE  
COCONUT GROVE, FLORIDA 33133

IN WITNESS WHEREOF, I, JAMES C. JACKSON, III, the undersigned incorporator,  
have signed these Articles of Incorporation on this 9 day of December, 1996, and  
acknowledged the same to be my act.

  
JAMES C. JACKSON, III

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 9 day of December, 1996  
by JAMES C. JACKSON, III, who personally appeared before me at the time of notarization, and  
who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: PRINT: Barbara M. Bell

STATE OF FLORIDA AT LARGE



Barbara M. Bell  
My Commission CC677661  
Expires Aug. 18, 2000

ARTICLEBACJACKSON

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That **PEAK FINANCIAL SERVICES AND INVESTMENTS, CORP.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of **COCONUT GROVE**, County of **DADE**, State of Florida, has named **JAMES C. JACKSON, III**, at **3672 GRAND AVENUE, COCONUT GROVE, FLORIDA 33133**, in the City of **COCONUT GROVE**, County of **DADE**, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

**ACKNOWLEDGMENT:**

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.

BY:   
**JAMES C. JACKSON, III**

DATE: December 9, 1996

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