

P96000100097

Chapter Number Only

12/10/96

Elizabeth Kates

Requester's Name

4411 NW 10 St.

Address

Coconut Creek FL 33064

City

State

ZIP

Phone

979-8783

VALIDATION ONLY

FILED
96 DEC 11 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FL

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CORPORATION(S) NAME

English Rose & Associates, Inc.

Empire Toll Free: 1-800-432-3028

Profit

NonProfit

Amendment

Merger

Foreign

Dissolution

Mark

Limited Partnership

Annual Report

Other

Reinstatement

Reservation

Change of Registered Agent

Certified Copy

Photo Copies

Certificate Under Seal

Call When Ready

Call if Problem

After 4:30

Walk In

Will Wait

Pick Up

Mail-Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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EMPIRE REGISTER

B. REGISTER DEC 11 1996

~ ARTICLES OF INCORPORATION ~

ENGLISH ROSE & ASSOCIATES, INC.

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96 DEC 11 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned has executed the following document as incorporator of the above-named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE ONE

The name of this corporation is: English Rose & Associates, Inc.

ARTICLE TWO

This corporation shall commence existence upon the filing of these ARTICLES OF INCORPORATION by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE THREE

The principal place of business and mailing address of this corporation shall be: 3280 NW 65th Street, Fort Lauderdale, FL 33309, unless and until otherwise designated by the Board of Directors of the corporation and notice thereof given to the State of Florida.

ARTICLE FOUR

The purpose for which this corporation has been incorporated is to do any and all things permitted to be done and to conduct any and all lawful business permitted to be transacted by a corporation in the State of Florida and elsewhere, and without limiting the foregoing, to do all things herein mentioned as fully and to the same extent as any natural person, and including the following powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real and personal property and any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute Section 607.141;

To purchase, take, acquire, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without the State of Florida;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws not inconsistent with these ARTICLES OF INCORPORATION or with the laws of the State of Florida, for the administration of the corporation and its business or businesses;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of Directors shall find will be in aid of governmental policy;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary to effects its purposes and carry on its business; and

Upon the decision of the board of directors in any case in which said board so decides in its discretion to do so, to indemnify any person who by reason of the fact that he or she is or was a director, officer, employee or agent of the corporation to the full extent permitted by Florida Statute 607.014.

ARTICLE FIVE

The aggregate number of shares which this corporation shall have authority to issue is the sum of one hundred shares, having an individual par value of one dollar (\$1).

Unless otherwise stated in or in an amendment to these ARTICLES OF INCORPORATION, there shall be only one (1) class of stock of this corporation.

ARTICLE SIX

The name and street address of the initial Registered Agent of this corporation is:

Elizabeth J. Kates, Esq., 4411 Northwest Tenth Street, Coconut Creek, FL 33066.

ARTICLE SEVEN

The initial Board of Directors shall consist of one (1) person. The initial Director is:

Director/President: John M. O'Connell, 3280 NW 65th Street, Fort Lauderdale, FL 33309

ARTICLE EIGHT

The name and address of the Incorporator executing these ARTICLES OF INCORPORATION is:

Elizabeth J. Kates, Esq., 4411 Northwest Tenth Street, Coconut Creek, FL 33066.

The undersigned has executed these ARTICLES OF INCORPORATION this ninth day of December, 1996.



Elizabeth J. Kates, Esq., Incorporator

FILED

CERTIFICATE OF DESIGNATION 96 DEC 11 PM 2:08

REGISTERED AGENT
and
REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of
ENGLISH ROSE & ASSOCIATES, INC.

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida:

That ENGLISH ROSE & ASSOCIATES, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation has named Elizabeth J. Kates, Esq., 4411 Northwest Tenth Street, Coconut Creek, Broward County, FL 33066, as its agent to accept service of process within this state.

English Rose & Associates, Inc.

By: _____


Elizabeth J. Kates, Esq., Incorporator

Having been named as Registered Agent and to accept service of process for the above-named 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.


Elizabeth J. Kates, Esq.