

P910000101482

DECEMBER 5 1996

EFFECTIVE DATE  
12-5-96

FROM: ALAN KAYE

300002022493--4  
-12/06/96--01006--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

ENCLOSED PLEASE FIND NEW ARTICLES OF INCORPORATION FOR KAYE MORTGAGE COMPANY  
ALSO ENCLOSED IS THE FILING FEE PLUS 8.75 ADDITIONAL FOR A CERTIFICATE.

IF THERE ARE ANY QUESTIONS, PLEASE CALL THE UNDERSIGNED AT 1 800 7623260

*KAYE REALTY AND KAYE MORTGAGE COMPANY, INC.*

ENCLOSED VIA AIRBORNE:

ARTICLES OF INCORPORATION  
CHECK INAMOUNT 78.75.

  
ALAN KAYE

FILED  
96 DEC 12 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W-25875  
KR 12.10  
12-17-96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 10, 1996

ALAN KAYE  
8220 WILES ROAD  
CORAL SPRINGS, FL 33067

SUBJECT: KAYE MORTGAGE COMPANY, INC.  
Ref. Number: W96000025875

We have received your document for KAYE MORTGAGE COMPANY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

In reviewing our records, we note there is a(n) KAYE MORTGAGE COMPANY, INC., Document number K63303, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfiled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1993 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$975.00, therefore, there is a balance of \$896.25 due. Add an additional \$8.75 for each certificate of status requested.

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) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 096A00055133

CERTIFICATE OF INCORPORATION  
OF

EFFECTIVE DATE  
12-5-76

KAYE REALTY and KAYE MORTGAGE COMPANY, INC.

FILED  
96 DEC 12 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age, do hereby associate for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

KAYE REALTY and KAYE MORTGAGE COMPANY, INC.

ARTICLE II

The general nature of the business and the objects and purpose to be transacted and carried on are to engage in and of any and all activities or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: One Thousand (1000) shares @\$ .50 par value, to be issued under a plan adopted under IRS Section 1244.

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law and said corporation's existence shall commence on the date of subscription and acknowledgement of this Certificate of Incorporation.

ARTICLE V

The initial street address of said corporation shall be at 8220 Wiles Road Coral Springs Florida 33067 with the privilege of having its office and branch offices at other places within or without the State of Florida.

ARTICLE VI

The number of Directors of this Corporation shall be not less than one (1) nor more than seven (7). The Corporation shall initially have one Director.

## ARTICLE VII

The corporation shall be managed by a Board of Directors unless the stockholders shall by a majority vote hereafter determine that the Corporation shall be managed by the stockholders. If the Corporation is managed by Directors, the exact number of Directors shall be determined by the Stockholders from time to time, but at no time shall there be less than one (1) Director. At no time shall the Corporation be managed by the stockholders unless there is at least one (1) stockholder.

## ARTICLE XVIII

Any restrictions imposed by the Corporation on the sale or other disposition of its shares and on the transfer thereof must be noted conspicuously on each certificate representing shares to which the restriction applies.

## ARTICLE IX

The names and addresses of the first Board of Directors of this Corporation who shall hold office for the first year or until their successors are elected shall be:

NAME	ADDRESS
ALAN KAYE	5775 Collins Avenue, Miami Beach Fl 33140

## ARTICLE X

The name and post office address of the subscriber and Incorporator is:

ALAN KAYE                                5775 Collins Avenue, Miami Beach Fl 33140  
The proceeds of the stock subscribed for will be at least as much as the amount  
necessary to begin business.

## ARTICLE X-I

These articles may be amended, provided every Amendment is approved by a majority of the Board of Directors and stockholders.

The corporation shall indemnify any and all persons who may serve or who have served at any time as Directors or Officers, or subscribers, or who at the request of the Board of Directors or Stockholders of the Corporation in which the Corporation

at such time may own share of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts, paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or proceeding in which they, or any of them, by reason of being or having been Directors or Officers of the Corporation, or of such other Corporation, except in relation to matters as to which any such Directors or Officer shall be adjudged in any action, suit, or proceeding to be liable for his or her own gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights, to which the indemnification may be entitled under any law, or by law-agreement, vote of Stockholders, or otherwise.

The private property of the stockholders shall not be subject to the payment of Corporate debts in any extent whatever. The Corporation shall have a first lien on the shares of its members, and upon the dividends due them for any indebtedness to the Corporation of such members of the Corporation.

#### ARTICLE XII

The registered agent to accept service of process within this State for said Corporation shall be ALAN KAYE. The registered office is located at 5775 Collins Avenue Miami Beach Florida 33140.

Having been named to accept service of process for the above stated Corporation at the place designated herein, I hereby accept to act in this capacity, and to agree to comply with the provision of Said Act relative to keeping open said Office.

BY: \_\_\_\_\_

ALAN KAYE

IN WITNESS WHEREOF, I the undersigned, being the original subscriber to the capital stock hereinabove named and the incorporator, for the purposes of forming a Corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares hereinabove set forth, and hereunto set my hand and seal this 5th -day of December, 1996

  
Alan Kaye

STATE OF FLORIDA     )

)     ss:

COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, personally appeared, ALAN KAYE, to me well known and known to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that he or she has executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND OFFICIAL SEAL AT CORAL SPRINGS, FLORIDA, THIS 5th day of DECEMBER, 1996.

  
My commission expires:

8/25/98



STATE OF FLORIDA  
Department of State

Certificate Designating Place of Business or Domicile for the Service  
of Process Within This State, Naming Agent Upon Whom Process May Be served

The following is submitted, in compliance with  
Chapter 48.091, Florida Statutes

FIRST THAT,  
KAYE REALTY and KAYE MORTGAGE CO., INC, desiring to organize or qualify under  
the laws of the State of Florida, with its principal place of business in the  
City of Coral Springs, Broward County, State of Florida, has named ALAN KAYE  
located at 5775 Collins Avenue, City of Miami Beach, State of Florida, as its  
agent to accept services of process within Florida.

Signature

  
Corporate Officer

Title

President

Date

December 5th 1996

Having been named to accept service of Process for the above stated  
Corporation, at the place designated in the certificate, I hereby agree to  
act in this capacity, and I further agree to comply with the provisions  
of all statutes relative to the proper and complete performance of my duties,  
to wit: Sections 607.034 and 607.037 of the Florida Statutes.

Signature:

  
Alan Kaye

Date: December 5th 1996

FILED  
96 DEC 12 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA