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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1

Rosen O'Malley & Associates Inc.

(Corporation Name)

(Document #)

2

(Corporation Name)

RUSH

3

(Corporation Name)

(Document #)

4

(Corporation Name)

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☒ Walk In

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☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME STATE

☐ CORP SEARCH

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**HOLD FOR
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UCC SERVICES**

Examiner's Initials

RECEIVED
97 JAN 24 PM 12:46
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
FILED
97 JAN 24 PM 2:03
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
ROSEN O'MALLEY & ASSOCIATES, INC.

FILED
97 JAN 24 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is:

ROSEN O'MALLEY & ASSOCIATES, INC.

ARTICLE II - PURPOSE

This corporation shall be authorized to undertake any other lawful business or enterprise allowed by the Laws of the State of Florida and of the United States.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue a maximum of 500 shares of \$1.00 par value common stock, which shall be designated "Common Shares". The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV - RIGHTS OF SHARES OF CAPITAL STOCK

Section 1.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation, the assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 2.

Except as otherwise provided by law, the entire voting power for the election of Board of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation shall be: 2301 West Sample Road
Building 3, Suite 3A
Pompano Beach, Florida 33073

The name of the initial registered agent of this corporation shall be: Alan S. Fishman, Esq.
Alan Fishman & Associates, P.A.
2301 West Sample Road
Building 3, Suite 3A
Pompano Beach, Florida 33073

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors 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 (1).

The names and addresses of the initial directors of this corporation are: Richard Cesarone, Sr.
Scott Sommerman
Richard Cesarone, Jr.
Marty Bucci
all at
2301 West Sample Road
Building 3, Suite 3A
Pompano Beach, Florida 33073

The name and address of the person signing these Articles of Incorporation is: Richard Cesarone, Sr.
2301 West Sample Road
Building 3, Suite 3A
Pompano Beach, Florida 33073

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit, or proceedings in which he may be involved or to which he may be made a party by reason of his being or having been a director or an officer of the corporation (said expenses include attorney's fees and the costs of reasonable settlements made with a view of curtailment of costs of litigation), except in relations to matters as to which he finally shall be adjudged in any such action, suit or proceedings to have been derelict in the performance of his duty, as such officer or director. Such right of indemnification shall be exclusive of any other rights to which a director or an officer may be entitled under any regulations, agreement, vote of stockholders or to which he may be entitled as a matter of law, and the rights of indemnification shall inure to the benefit of the heirs, executors and the administrators of any such director or officer.

ARTICLE VIII

A director shall not be liable for dividends illegally declared, distributions illegally made to stockholders or any other action taken by reliance in good faith upon the financial statements or the corporation represented to him to be correct by

an officer having charge of its books or account or a financial statement certified by a Certified Public Accountant to fairly reflect the financial condition of the corporation; nor shall he be liable, if, in good faith, in determining the amount available for dividends or distributions, he considers the assets to be of their book value.

ARTICLE IX

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 by a stockholders' meeting by fifty-one (51%) percent of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be adopted.

ARTICLE X

Any action that may be taken at a meeting of the shareholders of this corporation may be taken without a meeting, if consent in writing setting forth the action shall be signed by all, but not less than all, of the shareholders of the corporation entitled to vote on the action and shall be filed with the Secretary of the corporation. This consent shall have the same effect as a unanimous vote at a shareholders' meeting. If all the directors, severally or collectively, likewise, consent in writing to any action taken or to be taken by the corporation, and the writing of writings evidencing their consent are filed with the Secretary of

the corporation, the action shall be valid as though it has been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24 day of January, 1997.

Richard Cesarone, Jr.
Incorporator

STATE OF FLORIDA)
) SS.:
COUNTY OF BROWARD)

THE FOREGOING INSTRUMENT was acknowledged before me this 23 day of January, 1997 by RICHARD CESARONE, JR., who is personally known by me ~~or who produced~~ _____ as ~~identification.~~ _____



Jane A. McDovitt
MY COMMISSION # 03543707 EXPIRES
May 31, 2000
RENEWAL FEE \$10.00

Jane A. McDovitt
NOTARY PUBLIC, STATE OF FLORIDA
Jane A. McDovitt
Printed Name of 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

FILED
97 JAN 24 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--that ROSEN O'MALLEY & ASSOCIATES, INC., 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 Pompano Beach, County of Broward, State of Florida, has named Alan S. Fishman, Esq., of Alan Fishman & Associates, P.A., located at 2301 West Sample Road, Building 3, Suite 3A, City of Pompano Beach, State of Florida 33073, as its agent to accept service of process within this state.


RICHARD CESARONE, SR.

ACKNOWLEDGEMENT: (must be signed by designated agent)

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept said appointment and agree to act in this capacity, and I agree to comply with the provisions of said Act relative to keeping said office open.


Resident Agent

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