

P97000008120

JAN-27-1997

6:46

EMPIRE CORPORATE KIT

P.02/07

S

11:47 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000001419 5)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: PASSWORDS OF SOUTH FLORIDA, INC.

AUDIT NUMBER.....H97000001419

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:14:57

RECEIVED

97 JAN 23 AM 7:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 28 PM 12:40

FILED

nc. 1/28/97

JAN-27-1997 16:45

EMPIRE CORPORATE KIT

P.01/07



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 27, 1997

EMPIRE

SUBJECT: PASSWORDS OF SOUTH FLORIDA, INC.
REF: W97000001854

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6067.

Neyssa Culligan
Document Specialist

FAX Aud. #: H97000001419
Letter Number: 997A00003890

H97000001419

(6)

H97000001419

ARTICLES OF INCORPORATION

OF

Passwords of South Florida, Inc.

The undersigned, being of legal age, does hereby form the following corporation under the laws of the State of Florida, authorizing the formation of corporations.

ARTICLE I - NAME

The name of this Corporation shall be:
Passwords of South Florida, Inc.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation and its objects and powers shall be as follows:

To engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

1. The maximum number of shares of authorized capital stock in this Corporation shall be 1500 Shares of Common Stock with a nominal of par value of 30 cents per share.

2. The capital stock may be paid for in property, labor, services or cash at a just valuation to be fixed by the Board of Directors. All of such stock shall be fully paid and non-assessable.

Prepared by:
Elwood Obrig, Esq.
100 S. E- 12th Street
Ft. Lauderdale, Florida 33316
PH:14 (954) 525-6449
Florida Bar No. 097474

H97000001419

H97000001419

FILED
97 JAN 28 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000001419.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which the Corporation will begin business shall be not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 7491 N. Federal Highway, C-5, Suite 118 Boca Raton, Florida 33487.

ARTICLE VI - TERM OF EXISTENCE

The term for which this Corporation shall exist shall be perpetual.

ARTICLE VII - ADDRESS

The principal office of the Corporation shall be at 7419 N. Fed. Hwy., C-5, Ste. 118, Boca Raton, Florida 33487. This Corporation may have such other places of business in the State of Florida as the nature and progress of the business of the Corporation shall from time to time render necessary and/or desirable. The Board of Directors may from time to time move the principal office to any other address or place in Florida. Said Corporation shall have the power to conduct its business outside the State of Florida, or in any or all of the several states and territories of the United States, including the District of Columbia, and in any or all foreign countries and may have one or more offices in any of said places,

H97000001419

H97000001419

- 374 - 001218

ARTICLE VIII - DIRECTORS

The number of directors shall be not less than one and the first Board of Directors of the Corporation shall be comprised of the following named persons: Charles M. Petruzzi

Anthony J. Petruzzi

Brian C. Lodes

ARTICLE IX - SUBSCRIBERS

The name and street address of the number of shares subscribed to, by the subscribers hereto, who are also members of the first Board of Directors who is to conduct the business of the Corporation until those elected at the organization meeting are:

Charles M. Petruzzi
7401 NE 8th Ct.
Boca Raton, Fl. 33487
100 Shares

Brian C. Lodes
3201 NE 14th St.
Pompano Beach, Fl. 33062
100 Shares

ARTICLE X - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Charles M. Petruzzi 7401 NE 8th Ct. Boca Raton, Fl. 33487-
Pres.

Anthony J. Petruzzi 7401 NE 8th Ct. Boca Raton, Fl. 33487-
Secretary

Brian C. Lodes 3201 NE 14th St. Apt. 707 Pompano Beach, Fl.
33062- V.Pres.

H97000001419

JAN-27-1997 16:47

EMPIRE CORPORATE KIT

P.05/87

11410000001419

IN WITNESS WHEREOF, the subscribing stockholder has hereunto
set his hand and seal, and caused these Articles and this
Certificate of Incorporation to be executed this 23 day of
January, 1997.

1497000001419

Charles M. Petruszi
Charles M. Petruszi

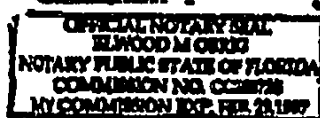
Brian C. Lodes
Brian C. Lodes

State of Florida

County of Broward

The foregoing instrument was acknowledged before me this day of
January, 1997, by Charles M. Petruszi and Brian C. Lodes, who are
personally known to me or who have produce identification
7862-153-75-445-0, 1320-063-76267-0 and who did take
an oath.

Notary Seal:



Elwood M. Obris
Signature

Elwood Obris
Print Name
Notary Public

1497000001419

1497000001419

H97000001419

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

In pursuance of chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Passwords of South Florida, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the ARTICLES OF INCORPORATION at the City of Ft. Lauderdale, County of Broward, State of Florida, has named Charles M. Petruzzi located 7491 N. Federal Highway, C-5, Boca Raton, Florida as its agent to accept service of process within this State.

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

By: 
Charles M. Petruzzi

FILED
97 JAN 28 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000001419