

P97000010105

SUBJECT: PINE GROVE COMMERCIAL CENTER II, INC.

Enclosed is an original and one (1) copy of the articles of incorporation for the above named company and a check for:

_____	\$70.00	Filing Fee
<u> x </u>	\$78.75	Filing Fee & Certificate
_____	\$122.50	Filing Fee & Certified Copy
_____	\$131.25	Filing Fee, Certified Copy & Certificate

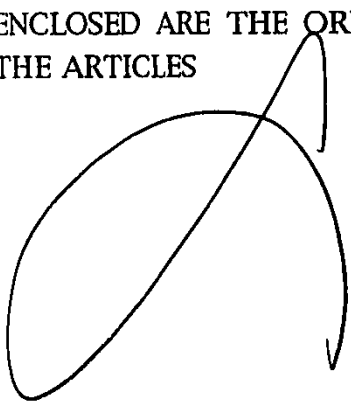
From:

300002055743--2
-01/13/97--01063--009
*****78.75 *****78.75

Duncan Fraser
ACCURATE ASSOCIATES
621 N.W. 53 rd Street
Suite 230
Boca Raton, FL 33487-8211
(407) 994 - 1162

FILED
97 JAN 31 PM 4: 59
CLERK OF STATE
TALLAHASSEE, FLORIDA

ENCLOSED ARE THE ORIGINAL AND x ONE TWO COPIES OF THE ARTICLES

 1/31
~~1099-1302~~
NA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 17, 1997

ACCURATE ASSOCIATES
621 N.W. 53RD ST.
SUITE 230
BOCA RATON, FL 33487-8211

SUBJECT: PINE GROVE COMMERCIAL CENTER II, INC.
Ref. Number: W97000001302

We have received your document for PINE GROVE COMMERCIAL CENTER II, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 497A00002589

PINE GROVE COMMERCIAL CENTER, INC.
1231 W. Copans Road
Pompano Beach, FL 3306

(954) 977 -4523

January 20, 1997

State of Florida
Department of Corporations

via fax 904 - 487 - 6013

I am an officer of PINE GROVE COMMERCIAL CENTER, INC. That company is developing a parcel of land, and for our purposes, it is advisable to form a second company to operate in the same area. We wish to open the second company in the name, PINE GROVE COMMERCIAL CENTER II, INC.

The use of a name similar to ours is intentional and causes no concern for our original company. No conflict is caused by granting the name as applied for.

I trust this letter will suffice as our corporate authorization to allow the formation of the requested company. If questions arise, please call our accountant, Mr. Duncan Fraser CPA at 561 - 994 - 1162.

Sincerely,

PINE GROVE COMMERCIAL CENTER, INC.
by,


Nathan Kalichman

CERTIFICATE OF INCORPORATION
OF

PINE GROVE COMMERCIAL CENTER II, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 31 PM 4: 59

FILED

The undersigned, hereby associates for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, generally, and hereby makes, subscribes, acknowledges and files this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of this Corporation shall be:

PINE GROVE COMMERCIAL CENTER II, INC.

ARTICLE II

Principal Office

The following shall be the street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient: 21464 Town lakes Dr. #724, Boca Raton, FL 33486.

ARTICLE III

Shares

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 1,000 shares, each having a par value of \$1.00. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

ARTICLE IV

Initial Capital

The amount of capital with which this Corporation shall begin business shall be One Thousand Dollars (1,000.00).

ARTICLE V Term of Existence

This Corporation shall have perpetual existence.

ARTICLE VII Directors

There shall be a Board of Directors for this Corporation which shall consist of one person. The number of Directors may be increased from time to time as determined by the By-Laws, but shall never be less than one. Each of said Directors shall be of full age and at least one of them shall be a citizen of the United States. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

ARTICLE VIII Initial Board of Directors

The name and address of the first Board of Directors is as follows:

Name

Address

Duncan Fraser

621 NW 53 Street Suite 230
Boca Raton FL 33487

The member of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until his successor is elected or appointed and has qualified.

ARTICLE IX Incorporator

The name and addresses of each incorporator to these Articles of Incorporation is:

Names

Addresses

Duncan Fraser

621 NW 53 Street Suite 230
Boca Raton, FL 33487

ARTICLE X
Conflict of Interest

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that (s)he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors, and may vote at any such meeting of the Board of Directors of the Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or officer of such other corporation not so interested.

ARTICLE XI
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stock holders herein are subject to this reservation.

ARTICLE XII
Initial Registered Agent

The name and address of the initial registered agent is:

Duncan Fraser
621 NW 53 Street Suite 230
Boca Raton, FL 33487

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation for the uses and purposes stated therein this 10th day of January, 1997.



Duncan Fraser