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FLORIDA DIVISION OF CORPORATIONS

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FROM: GRAY, HARRIS & ROBINSON, P.A.  
075154001651

ACCT#:

CONTACT: KIM M DEXTER  
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(407)984-4122

FAX #:

NAME: THE GOLDBLATT GROUP, INC.

AUDIT NUMBER.....H97000002039

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

CERT. OF STATUS..0

PAGES..... 5

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02/05/97 09:17 Fl. Dept. of State pl /1

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 5, 1997

GRAY, HARRIS & ROBINSON, P.A.

SUBJECT: THE GOLDBLATT GROUP, INC.  
REF: W97000002787

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

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 487-6937.

Kelley Shank  
Staff Assistant

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
THE GOLDBLATT GROUP, INC.

ARTICLE I - NAME

The name of this corporation is THE GOLDBLATT GROUP, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which

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he already holds, 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 VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1800 West Hibiscus Blvd., Suite 138, Melbourne, Florida, 32901, and the name of the initial registered agent of this corporation at that address is D.A. Nohrr, Esq.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) 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 name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Susan Goldblatt	430 Normandy Drive Indialantic, FL 32903
Joe Goldblatt	430 Normandy Drive Indialantic, FL 32903

**ARTICLE IX - INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Susan Goldblatt	430 Normandy Drive Indialantic, FL 32903

**ARTICLE X - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XI**

**APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XII - COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**ARTICLE XIII - INDEMNIFICATION**

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.


**ARTICLE XIV - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XV - PRINCIPAL OFFICE**

The principal office address and mailing address of this corporation shall be: 1800 W. Hibiscus Boulevard, Suite 130, Melbourne, Florida, 32901.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2/3/97 day of February, 1997.

  
SUSAN GOLDBLATT, INCORPORATOR

Fax Audit No. H97000002039

STATE OF FLORIDA :

COUNTY OF BREVARD :

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared SUSAN GOLDBLATT, who is personally known to me (or who has produced FL. Drivers license identification and who did (did not) take an oath) and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 30 day of February, 1997.

My Commission Expires:



KIM MARIE DEXTER  
MY COMMISSION # 02477462 EXPIRES  
July 22, 1998  
BONDED THROUGH TRICOR FARM INSURANCE, INC.

Kim Marie Dexter

NOTARY PUBLIC  
State of Florida at Large

Kim Marie Dexter

Printed Name

Commission No. \_\_\_\_\_

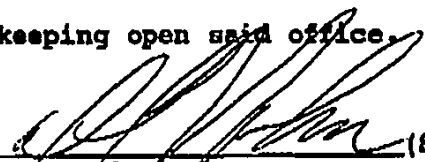
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

FIRST that THE GOLDBLATT GROUP, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Melbourne, County of Brevard, State of Florida, has named D.A. Nohrr, located at 1800 W. Hibiscus Boulevard, Suite 138, Melbourne, Florida 32901, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation at the 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.

  
D.A. Nohrr (s)

Fax Audit No. H97000002039  
D.A. Nohrr, Esq., Florida Bar No. 0058930

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