

Requestor's Name

~~Address~~

City/State/Zip

Phone #

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SECRET  
DIVISION  
97 FEB 24 PM 3:12

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

**EFFECTIVE DATE**

15-21-97

1. Sound Hospital Management, Inc  
(Corporation Name) (Document #)

(Corporation Name)

(Document #

2. \_\_\_\_\_  
(Corporation Name) (Document #)

(Corporation Name)

(Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

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4. \_\_\_\_\_

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(Corporation Name)

(Document #)

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☒ Certified Copy

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☐ Will wait☐ Photocopy

## Certificate of Status

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	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

**Examiner's Initials**

D. BROWN FEB 24 1997

EFFECTIVE DATE  
8-21-97

**ARTICLES OF INCORPORATION  
OF  
SOUND HOSPITALITY MANAGEMENT, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLE I - NAME**

The name of this Corporation is SOUND HOSPITALITY MANAGEMENT, INC., and its address is 340 Biscayne Boulevard, Suite 100, Miami, Florida 33132.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence commencing on February 21, 1997.

**ARTICLE III - PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 100,000 shares of one (\$.01) penny par value common stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one

(1). The name and address of the initial Director of this Corporation is:

**NAME**  
**ADDRESS**

Benoist Castera  
340 Biscayne Blvd.  
Suite 100  
Miami, FL 33132

#### **ARTICLE VII - BY-LAWS**

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors of the Corporation.

#### **ARTICLE VIII - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

#### **ARTICLE IX - 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 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 X - INCORPORATOR**

The name of the person signing these Articles is Roger Friedbauer, and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

#### **ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21st day of February, 1997.

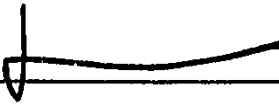
  
\_\_\_\_\_  
Roger Friedbauer, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE  
ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY  
AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH  
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
DISCHARGE OF ITS DUTIES.

DATED THIS 21 DAY OF FEBRUARY, 1997.

CORPORATION COMPANY OF MIAMI

By , Assistant Secretary

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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