

P97000021042

HOLLANDER & BARTELSTONE

A PROFESSIONAL ASSOCIATION

HOWARD J. HOLLANDER, P.A.  
TED H. BARTELSTONE  
LISA A. KRUEGER

SUITE 3570 ONE BISCAYNE TOWER  
TWO SOUTH BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33131-1807

TELEPHONE (305) 358-4633  
TELECOPIER (305) 577-8565

February 19, 1997

Secretary of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

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-02/21/97--01014--021  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: HOLLANDER & BARTELSTONE, P.A.

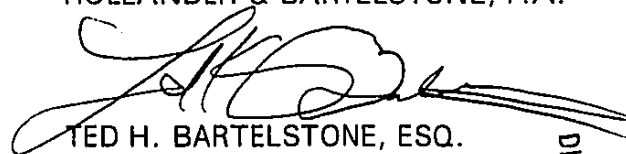
Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation, Designation of Registered Office and Agent and Acceptance and Affidavit Permitting Immediate Assumption and Use of Corporate Name along with our firm check in the amount of \$122.50 representing your fee for filing and certification. Please forward a certified copy of the Articles of Incorporation to the undersigned.

Should you have any questions please do not hesitate to contact me.

Yours very truly,

HOLLANDER & BARTELSTONE, P.A.

  
TED H. BARTELSTONE, ESQ.

THB:lbw  
Enclosures

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630, 303,  
W917-41331

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR -7 AM 11:26



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 25, 1997

HOLLANDER 7 BARTELSTONE  
TWO SOUTH BISCAYNE BLVD.  
SUITE 3570 ONE BISCAYNE TOWER  
MIAMI, FL 33131-1807

SUBJECT: HOLLANDER & BARTELSTONE, P.A.  
Ref. Number: W97000004531

*Sending P. A. Purpose*

*Affidavit was sent*

We have received your document for HOLLANDER & BARTELSTONE, P.A. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The specific nature of business of the professional association must be stated in the document.

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 997A00009947

# HOLLANDER & BARTELSTONE

A PROFESSIONAL ASSOCIATION

HOWARD J. HOLLANDER, P.A.  
TED H. BARTELSTONE  
LISA R. HARRIS

SUITE 3570 ONE BISCAYNE TOWER  
TWO SOUTH BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33131-1807

TELEPHONE (305) 358-4633  
TELECOPIER (305) 577-8565

March 5, 1997

Ms. Brenda Baker  
Corporate Specialist  
Secretary of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: **HOLLANDER & BARTELSTONE, P.A.**  
**Ref. No. W97000004531**

Dear Ms. Baker:

Pursuant to your telephone conversation today with Lois Weinstock of our office, and in response to your February 25, 1997 letter, we have corrected the Articles of Incorporation of Hollander & Bartelstone, P.A. by stating the nature of the business as "attorneys of law". With regard to the Affidavit Permitting Immediate Assumption and Use of Corporate Name this was attached to the back of the original Articles of Incorporation previously sent you.

Enclosed please find the corrected Articles of Incorporation, Designation of Registered Office and Agent and Acceptance and Affidavit Permitting Immediate Assumption and Use of Corporate Name together with a copy of your February 25, 1997 letter. As you are aware, we previously sent you our firm check in the amount of \$122.50 representing your fee for filing and certification. Please forward a certified copy of the Articles of Incorporation to the undersigned.

Should you have any questions please do not hesitate to contact me.

Yours very truly,

HOLLANDER & BARTELSTONE, P.A.

  
HOWARD J. HOLLANDER, ESQ.

HJH:lbw  
Enclosures

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**AFFIDAVIT PERMITTING IMMEDIATE ASSUMPTION  
AND USE OF CORPORATE NAME**

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, personally appeared Howard J. Hollander and Ted H. Bartelstone, constituting all of the officers, directors and stockholders of Hollander & Bartelstone, a Professional Association, who, being duly sworn depose and state:

1.     Howard J. Hollander is President, Chairman of the Board of Directors and one of the two Stockholders of Hollander & Bartelstone, a Professional Association.
2.     Ted H. Bartelstone is Vice-President, a Director and one of the two Stockholders of Hollander & Bartelstone, a Professional Association.
3.     This Affidavit is given pursuant to Florida Statute § 607.1422(4).
4.     Permission is hereby given, on behalf of all Officers, Directors and Stockholders of Hollander & Bartelstone, a Professional Association, for the immediate assumption or use of the corporate name Hollander & Bartelstone by another corporation.

2/19/97  
Date

2/19/97  
Date

  
HOWARD J. HOLLANDER  
President/Director/Stockholder

  
TED H. BARTELSTONE  
Vice-President/Director/Stockholder

The foregoing instrument was acknowledged before me this 19th day of FEBRUARY, 1997 by **HOWARD J. HOLLANDER** and **TED H. BARTELSTONE**.  
They are personally known to me or have produced \_\_\_\_\_ and  
as identification and they did take an oath.

NOTARY PUBLIC:

Sign: Lois B. Weinstock

Print: LOIS B. WEINSTOCK

State of: FLORIDA  
My Commission Expires:



LOIS B WEINSTOCK  
My Commission CC301002  
Expires Jul. 12, 1998  
Bonded by HAI  
000-422-1555

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION  
OF  
HOLLANDER & BARTELSTONE, P.A.

We, the undersigned incorporators, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

HOLLANDER & BARTELSTONE, P.A.

ARTICLE II - NATURE OF BUSINESS

The general purpose for which this corporation is organized is to transact any and all lawful business for which the corporation may be incorporated under Chapter 607, Florida Statutes. The nature of business is attorneys of law.

ARTICLE III - AUTHORIZED SHARES

The corporation shall be authorized to create and issue 1,000 shares of Common Stock having no par value.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

#### **ARTICLE IV - DIRECTORS NAMES AND STREET ADDRESSES**

The names and street addresses of the members of the first board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

**HOWARD J. HOLLANDER**  
Suite 3570 - One Biscayne Tower  
2 South Biscayne Boulevard  
Miami, Florida 33131

**TED H. BARTELSTONE**  
Suite 3570 - One Biscayne Tower  
2 South Biscayne Boulevard  
Miami, Florida 33131

#### **ARTICLE V - INCORPORATOR**

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

**HOWARD J. HOLLANDER**  
Suite 3570 - One Biscayne Tower  
2 South Biscayne Boulevard  
Miami, Florida 33131

**TED H. BARTELSTONE**  
Suite 3570 - One Biscayne Tower  
2 South Biscayne Boulevard  
Miami, Florida 33131

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its stockholders and directors, are hereby adopted as a part of these Articles of Incorporation:

1. The Board of Directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

2. In addition to other powers granted by these Articles of Incorporation and by law, the Corporation shall have power to adopt By-Laws not inconsistent with law or these Articles of Incorporation, and to change, amend and repeal the name, for the exercise and government of its affairs and property, the transfer of its records of its stock or other securities, and the calling and holding of meetings of its stockholders. In no event, however, shall the By-Laws which may be adopted, or any

provision thereof, limit in any way the powers or rights of the Corporation provided by the law and by these Articles of Incorporation.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers, or otherwise.

4. The Corporation shall indemnify any officer or director, or any former officer of director, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Miami, Florida for uses and purposes aforesaid, this 19 day of February, 1997.

Howard J. Hollander  
HOWARD J. HOLLANDER

Ted H. Bartelstone  
TED H. BARTELSTONE

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of FEBRUARY, 1997 by **HOWARD J. HOLLANDER** and **TED H. BARTELSTONE**. They are personally known to me or have produced \_\_\_\_\_ and \_\_\_\_\_ as identification and they did take an oath.

NOTARY PUBLIC:

Sign: Lois B. Weinstock

Print: LOIS B. WEINSTOCK

State of: FLORIDA

My Commission Expires:



**DESIGNATION OF REGISTERED OFFICE AND AGENT**

The undersigned, as directors and incorporators of **HOLLANDER & BARTELSTONE, P.A.**, hereby designate the primary office of the corporation as Suite 3570 - One Biscayne Tower, 2 South Biscayne Boulevard, Miami, Florida 33131 and the registered agent of the corporation as follows:


**TED H. BARTELSTONE, ESQ.**  
Two South Biscayne Boulevard  
Suite 3570 - One Biscayne Tower  
Miami, Florida 33131

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DIVISION OF CORPORATIONS  
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2/19/97  
Date

1/1/98  
HOWARD J. HOLLANDER  
Director and Incorporator

2/19/97  
Date

  
TED H. BARTELSTONE  
Director and Incorporator

**ACCEPTANCE**

TED H. BARTELSTONE, having been designated as registered agent for HOLLANDER & BARTELSTONE, P.A., hereby accepts the responsibilities and duties as said registered agent and agrees to perform all duties in accordance with Florida Statutes Chapters 607 and 48.

2/19/97  
Date

  
TED H. BARTELSTONE, ESQ.