

P9700040817

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: VICTOR DEVELOPMENT CORP.  
(Proposed corporate name - must include suffix)

800002149198--2  
-04/21/97--01109--014  
\*\*\*\*131.25 \*\*\*\*131.25

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

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: JINGER M. GARCIA, ESQ.  
Name (printed or typed)

1208 NE 91ST STREET

Address

MIAMI, FL 33138

City, State & Zip

(305) 759-5888 (305) 374-4331

Daytime Telephone number

FILED  
97 MAY - 8 AM 8:45  
TALLAHASSEE, FLORIDA

APR 23

W97-9431

MAY 8

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 23, 1997

INGER M. GARCIA, ESQ.  
1208 N.E. 91ST STREET  
MIAMI, FL 33138

SUBJECT: VICTOR DEVELOPMENT CORP.  
Ref. Number: W97000009431

We have received your document for VICTOR DEVELOPMENT CORP. and check(s) totaling \$131.25. 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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 897A00020872

ARTICLES OF INCORPORATION

OF

VICTOR BEACH DEVELOPMENT. INC.

FILED

97 MAY -8 AM 8:45

TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is Victor Beach Development, Inc. (hereinafter called the "Corporation").

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business that Corporations may transact under Chapter 607, Florida Statutes.

ARTICLE III

DURATION OF THE BUSINESS

The duration of this Corporation is perpetual or until dissolved.

ARTICLE IV

PRINCIPAL OFFICE

The address of the principal office and mailing address of the Corporation is 1208 N.E. 91st Street, Miami, Florida 33138.

ARTICLE V

CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
10,000 .	\$ .01	Common

## **ARTICLE VI**

### **Special Meeting**

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the Board of Directors or persons authorized to do so by the corporation's bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

## **ARTICLE VII**

### **INITIAL REGISTERED AGENT AND STREET ADDRESS**

The street address of the Corporation's initial registered office in the State of Florida is 123 West Dilido Drive, Miami Beach, Florida 33139, and the name of its initial registered agent is Peter R. Lash, Esq.

## **ARTICLE VIII**

### **BOARD OF DIRECTORS**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is six, and the names and addresses of the members of the initial Board of Directors, who are to serve as the Corporation's directors until his successor is duly elected and qualified are:

Robert M. Ingria  
1208 N.E. 91st Street  
Miami, Florida 33138

Inger M. Garcia, Esq.  
1208 N.E. 91st Street  
Miami, Florida 33138

Peter R. Lash, Esq.  
123 West Dilido Drive  
Miami Beach, Florida 33139

Nancy B. Lash, Esq.  
123 West Dilido Drive  
Miami, Beach, Florida 33139

Ross H. Burger  
3222 Taft Street  
Hollywood, Florida 33021

Peter J. Coltune  
880 N.E. 69th Street  
Miami, Florida 33138

#### ARTICLE IX

##### INCORPORATOR


The name and address of the incorporator to these Articles of Incorporation is Inger M. Garcia, Esq., 1208 N.E. 91st Street, Miami, Florida 33138.

#### ARTICLE X

##### INDEMNIFICATION

The Corporation shall indemnify and shall advance expenses on behalf of its Corporate Officers and Directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS THEREOF, the undersigned incorporator, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida, has signed and executed these Articles of Incorporation this 30th day of April, 1997.



Inger M. Garcia, Esq.  
Incorporator

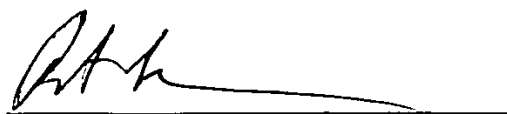
**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: VICTOR BEACH DEVELOPMENT, INC.
2. The name and address of the registered agent and office is:

Peter Lash, Esq.  
123 West Dilido Drive  
Miami Beach, Florida 33139

The undersigned, having been named as the registered agent and to accept service of process for: VICTOR BEACH DEVELOPMENT, INC. at the place designated in this certificate, hereby accepts the appointment and designation as registered agent and agrees to act in this capacity. The undersigned is familiar with, and accepts the obligations of such position, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties as registered agent.

  
Peter Lash, Esq.  
Registered Agent

4/30/97  
Date

FILED  
97 MAY -8 AM 8:45  
TALLAHASSEE, FLORIDA