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FILED  
97 MAY 19 AM 11:05  
TALLAHASSEE, FLORIDA

FROM: ANNE KALIN  
19202 NW 89th Ave  
Miami, Florida 33018

Office Use Only

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

1. Encore Management Services Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

F. G. HODGSON

MAY 21 1997

Examiner's Initials

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## ARTICLES OF CORPORATION

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and under the status of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of incorporation for the profit, it is:

### ARTICLE I

The name of the corporation shall be:

ENCORE MANAGEMENT SERVICES INC.

### ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

### ARTICLE III

The maximum number of shares which the corporation is authorized to issued and have outstanding at any one time is 1,000 shares of common stock, and which common stock shall have a par value of \$1.00 per share.

All stock is to be issued as fully paid and exempt for assessment.

#### ARTICLE IV

The stock shall be issued from time to time as may be determined by the board of Directors.

On dissolution of the Corporation, the holders of the stock shall be entitled to distribution as their holdings may appear upon the corporation.

#### ARTICLE V

The amount of capital with which this corporation will begin business is One Thousand dollars---(\$1,000.00).

#### ARTICLE VI

This corporation shall have perpetual existence.

#### ARTICLE VII

The initial post office address of the principal office of this corporation is the State of Florida is:

19202 N.W. 89 AVENUE  
MIAMI, FLORIDA 33018

The Board of Directors from time to time may move the principal office to any other places in the United States of America, The State of Florida, and foreign countries as may from time to time be authorized by the Board of Directors.

### ARTICLE VIII

The Corporation shall have no less than one directors, initially. The numbers of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one. The names and post office addresses of each subscriber to these Articles of Incorporation and their percentage of participation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>PERCENTAGE</u>
Avner Kalimi	19202 N.W. 89 Ave. Miami, Florida 33018	100%

### ARTICLE IX

The names and post office addresses of the members of the first Board of Directors, President, Treasurer and Secretary who shall hold office for the first year of existence of the corporation or until their successors are elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Avner Kalimi	19202 N.W. 89 Avenue Miami, Florida 33018	President/Secretary

ARTICLE X

These articles of Incorporation may be amended in the manner provided by Law.  
every amendment shall be approved by the Board of Directors, proposed by them to  
the stockholders, and approved at the stockholders meeting by a majority of the  
stock entitled to vote thereon.

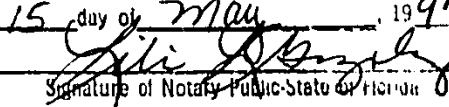

ARTICLE XI


That the street address of its initial Registered Office and the name of its initial  
Registered Agent at such address is:

Avner Kalimi  
19202 N.W. 89 Avenue  
Miami, Florida 33018

And as its agent will accept service of process within the State of Florida at such  
Registered office.

In witness whereof, the undersigned subscribers have set their hand and seals.

Sworn to and subscribed before me this <u>15</u> day of <u>May</u> , 19 <u>97</u> .  _____ Signature of Notary Public-State of Florida	 _____ Avner Kalimi President/Secretary
Print, Type or Stamp Name of Notary Public	
<input type="checkbox"/> Personally known to me, or	
<input checked="" type="checkbox"/> Produced identification: <u>FLOA</u>	
Type of identification	



LILIA L. GONZALEZ  
MY COMMISSION # CG 282528  
EXPIRES: May 21, 1997  
Bonded Thru Notary Public Underwriters

## ARTICLE XI

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

Sworn to and subscribed before me this 15 day of May, 1997.  
Signature of Notary Public State of Florida  
Print, Type or Stamp Name of Notary Public  
☐ Personally known to me, or  
☒ Produced identification: FLDL Type of identification



Avner Kalini  
Avner Kalini  
Resident Agent

## ARTICLE XII

The stockholders of this corporation may enter into agreement between themselves respecting their respective rights and duties with reference to the shares of stock of this corporation, and such agreement may include any limitation upon the transferability or assignment of the stock and the conferring of preemptive rights of purchase upon the stockholders as condition precedent to the sale of other stock, and such agreement shall be valid and this corporation may join as party thereto.

### ARTICLE XIII

This corporation may, by action taken at any meeting of its Board of Directors, sell, lease, or exchange all of its property and assets, including its goodwill, its corporate business, upon such terms and conditions as its Board of Directors deems meet and expedient, and as authorized by an affirmative vote of stockholders of record holding stock in the corporation entitling them to exercise a majority of the voting power outstanding, provided however that no vote or consent of stockholders shall be necessary for a transfer of assets by way of a mortgage, trust, or pledge to secure the indebtedness of the corporation.

STATE OF FLORIDA .

COUNTY OF DADE

CITY OF MIAMI

I hereby certify, that on this day personally appeared

Avner Kalimi

Avner Kalimi

to me well known to be the persons who executed the foregoing Articles of  
Incorporations, and they severally acknowledge before me that they executed the  
same for the purpose therein expressed.

WITNESS my hand and official seal at the city of Miami

County of Dade, State of Florida, this 15 day of May, 1997

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97 MAY 19 AM 11:05  
TAMM HASSLE, FLORIDA

Lilia L. Gonzalez

