

797000054547

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
97 JUN 20 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Morin, Inc.

- Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Name Reservation _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

RECEIVED
97 JUN 20 AM 10:05
DIVISION OF CORPORATION

K.R. JUN 20 1997

Signature _____

Requested by: LS

6/20

9:15

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION
OF
Morin, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, right, privileges and immunities of corporations.

ARTICLE I

The name of the Corporation shall be Morin, Inc. Its business shall be carried out at its principal place of business, as set forth below, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows: The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Annotated 607, et. seq.

ARTICLE III

The maximum number of shares of this Corporation is authorized to have outstanding at any time shall be 100 shares of Common Stock at One (\$1.00).

ARTICLE IV

The Corporation shall begin business with a capital of One Hundred (\$100.00) Dollars, and the undersigned incorporator(s) do hereby state that there has already been paid into the Corporation, on behalf of the subscribers set forth herein, the sum of One Hundred (\$100.00) Dollars.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the By-Laws of this Corporation. Directors need not be stockholders.

ARTICLE VII

The principal place of business of this Corporation shall be located at: Palms on the Ocean Hotel, 9449 Collins Ave., Surfside, FL 33154 in Dade County, Florida. The Corporation may have such other places of business, both within

and without the State of Florida, and in foreign countries, as may be necessary and convenient.

ARTICLE VIII

The name(s) and post office address(es) of the first Board of Directors of this Corporation, who shall hold office until the organizational meeting of this Corporation, and until their successor(s) are elected and have qualified, are:

Gisele Morin
Palms on the Ocean Hotel
9449 Collins Avenue
Surfside, FL 33154

ARTICLE IX

The office to be held by the above named Director(s) are as follows:

President: Gisele Morin
Secretary/Treasurer: Gisele Morin

ARTICLE X

The name(s) and address(es) of each subscriber of these Articles of Incorporation and a statement of the number of shares of stock which each agree(s) to take is as follows:

Name	Address	Shares	Value
Gisele Morin	Palms on the Ocean Hotel 9449 Collins Avenue Surfside, FL 33154	100	\$100

ARTICLE XI

The name and address of the initial registered agent is:

Lawrence A. Saichek, Esq.
601 Brickell Key Drive Suite 605
Miami, FL 33131

ARTICLE XII

To the extent permitted by law, the Corporation shall indemnify and hold harmless each person serving as a Director or an Officer of the Corporation and each person who serves, at the request of the Corporation, as a Director or an Officer of any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being such Director or Officer or by reason of any action alleged to have been taken or omitted by him as such a Director or Officer. The Corporation shall reimburse such persons for all costs and legal and other expenses reasonably

incurred by such Director or Officer in connection with any such claim or liability as to which it shall be adjudged that such Director or Officer is liable, to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.


ARTICLE XIII

No contract or other transaction between this Corporation and any other firm or corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation(s), provided that the fact that he/she is so interested shall be disclosed to the Board of Directors at any meeting of the Board at which action on any such contract, transaction or act shall be taken. The Director or Officer so interested may vote on such contract, transaction or act.

ARTICLE XIV

The provisions of these Articles of Incorporation and every Article hereof, and the By-Laws of this Corporation, shall be considered part of every contract and transaction to which this Corporation shall be a party. Every person, association, entity and/or corporation dealing with this Corporation is hereby charged with knowledge of this Corporation.

IN WITNESS WHEREOF we have hereunto set out our hands and seals this ____ day of June, 1997.


Gisele Morin

State of Florida)
County Of Dade)

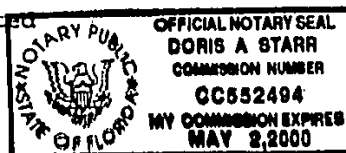
BEFORE ME, the undersigned authority, personally appeared Gisele Morin to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation, and acknowledged, before me, that such Articles of Incorporation were executed and subscribed to for the purposes set forth therein.

WITNESS my hand and official seal at Dade County, Florida this 19th day of June, 1997.

Notary Public, State of Florida



Notary Name Printed



MY COMMISSION EXPIRES:

Personally Known ____ or Produced Identification

Type of Identification Produced: FL Driver License M 650-296-44-518-0

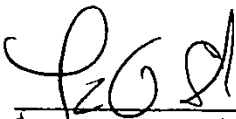
DID take Oath ____ or DID NOT take oath

CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM SERVICE MAY BE SERVED WITHIN THIS STATE

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said act:

FIRST, that Morin, Inc., a Florida corporation qualified to do business under the laws of the State of Florida, with its principal office at Palms on the Ocean, Inc., 9449 Collins Ave., Surfside, FL 33154, has appointed Lawrence A. Saichek, Esq. as its agent to accept service of process within this state.

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.

By: 
Lawrence A. Saichek, Esq.
601 Brickell Key
Suite 605
Miami, FL 33131
(305) 577-3902
6/19/99
Date

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