

LAW OFFICES  
ADLER, TOLAR & ADLER

JOHN TOLAR (1912-1988)  
RALPH ADLER  
CARL W. ADLER

August 19, 1997

Attorneys Title Insurance Fund  
Leon County Branch  
660 East Jefferson Street #200  
Tallahassee, Florida 32301

Return to  
P U ASAP

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-08/20/97--01092--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: JOE & JOE, INC. - Articles of Incorporation

To Whom It May Concern:

I am with Adler, Tolar and Adler who maintains an account with your organization; i.e. Member No. 2708. I enclose herewith the following for filing with the Secretary of State:

1. My check payable to Secretary of State for filing fee \$70.00
2. My Check payable to The Fund for services in filing said corporation - \$10.00.
3. One original and one copy of the executed Articles of Incorporation and Acceptance of Resident Agent.
4. A stamped, self-addressed envelope for your return of same.

If you have any questions or concerns, please do not hesitate to contact the undersigned.

Very truly yours,

DIANA C. ROSS

encs - as noted

RECEIVED  
FILED  
97 AUG 20 PM 3:11  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

8/30/97  
1000-1034



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 21, 1997

ATTORNEYS TITLE INSURANCE FUND  
660 EAST JEFFERSON ST  
#200  
TALLAHASSEE, FL 32301

SUBJECT: JOE & JOE, INC.  
Ref. Number: W97000019341

We have received your document for JOE & JOE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 997A00042258

ARTICLES OF INCORPORATION

OF

JOE & TONI, INC.

FILED  
97 AUG 25 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I.

NAME

The name of this corporation is

JOE & TONI, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address  
of this corporation is:

3924 North Ocean Boulevard

Fort Lauderdale, Florida 33308

### ARTICLE III.

#### DURATION: EFFECTIVE DATE

This corporation shall exist perpetually.

### ARTICLE IV.

#### PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and the state of Florida.

### ARTICLE V.

#### CAPITAL STOCK

This corporation shall be authorized to issue 100 Common Voting Stock.

#### PAR VALUE

#### AUTHORIZED ISSUE

\$1.00 per share

100 shares

## ARTICLE VI.

### REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation is JOSEPH FASANO and the street address of the Registered Office is 3924 North Ocean Boulevard, Fort Lauderdale, Florida 33308. The Registered Agent, by his execution of these Amended Articles of Incorporation, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of §607.0501, Florida Statutes.

## ARTICLE VII.

### BOARD OF DIRECTORS

This corporation now has one (1) director. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name of the existing directors of this corporation are:

1: JOSEPH FASANO

## ARTICLE VIII.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE IX.

### AMENDMENT

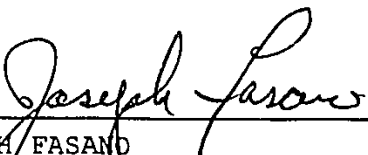
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE X.

### BYLAWS

The power to alter, amend, or repeal the initial Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders holding voting stock of the corporation.

IN WITNESS WHEREOF, the undersigned certifies the unanimous adoption of the foregoing Amended Articles of Incorporation by the Board of Directors and Stockholders of the corporation pursuant to provisions of the initial Articles of Incorporation and By-Laws, and execute these Amended Articles of Incorporation this 19<sup>th</sup> day of August, 1997.

  
\_\_\_\_\_  
JOSEPH FASANO  
PRESIDENT/DIRECTOR  
Registered Agent

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF AND PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED, AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, F.S.:

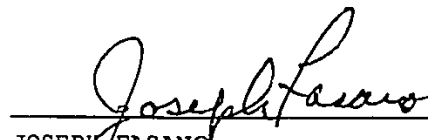
JOE & TONI, INC., organized under the laws of the State of Florida, with its principal office at 3924 North Ocean Boulevard, Fort Lauderdale, Florida 33308, has named JOSEPH FASANO, located at 3924 North Ocean Boulevard, Fort Lauderdale, Florida 33308 as its Agent to accept service of process within the State.

NEWLY ELECTED OFFICERS:

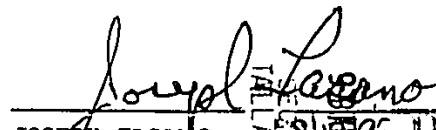
<u>Name &amp; Title</u>	<u>Address</u>
JOSEPH FASANO - President	3924 North Ocean Blvd. Ft Lauderdale, FL 33308
TONI Mont'Etna - Secretary	3924 North Ocean Blvd. Ft Lauderdale, FL 33308

NEWLY APPOINTED DIRECTORS:

JOSEPH FASANO

  
JOSEPH FASANO  
President

I agree, as Registered Agent, to accept service of process; to keep office open during prescribed hours; to post my name in some conspicuous place in office as required by law.

  
JOSEPH FASANO  
Registered Agent

FILED  
JUN 25 AM 10:14  
TALLAHASSEE FLORIDA