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8/25/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: GRIFFIN INDUSTRIES, INC.

AUDIT NUMBER.....H97000014016

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

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W97-19808



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 27, 1997

FAS-T CORP AGENTS INC

SUBJECT: GRIFFIN INDUSTRIES, INC.  
REF: W97000019808

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Only one registered agent is required.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H97000014016  
Letter Number: 997A00043082

ARTICLES OF INCORPORATION

K & K SYSTEMS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, intends to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation will be K & K SYSTEMS, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is: To have and to exercise all the powers now or from now on conferred by the Laws of the State of Florida upon corporations organized pursuant to the laws under which they organize the corporation and any acts amendatory of it and supplemental thereto, and to engage in any other lawful activities.

To conduct business in, RESILIENT FLOOR COVERING INSTALLATION & MASSAGE THERAPY & ASSEMBLING OF JEWELRY.

ARTICLE III

The principle place of a business or mailing address will be 2603 Nassau Bend #E-1, Coconut Creek, Florida 33066.

ARTICLE IV

The maximum number of shares of authorized capital stock of this corporation will be One Thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share.

They will pay the capital stock in cash or in property, at a just valuation to be fixed by the incorporators, or by the director at a meeting called for such purposes, or at the organization meeting.

They may purchase or pay property, labor, or services with the capital stock at a just valuation of said property, to be fixed by the directors of the corporation. Stock and the corporation may purchase other corporations or going businesses, in return for the issuance of so much of the capital stock as the directors of the corporation may decide.

ARTICLE V

The term for which this corporation will exist will be perpetual.

Prepared by: Carcione Assoc. CPA  
2300 W. Sample Road  
Pompano Beach, FL 33073  
(954) 975-8427

ARTICLE VI

This corporation will have one (1) director, initially. They may increase the number of directors from time to time By-Laws adopted by the stockholders, but will never be less than one (1).

The members of the Board of Directors will be elected at an annual meeting of the stockholders of a said corporation. Board of Directors will elect officers of such corporations at a meeting held immediately after the adjournment of the annual stockholders' meeting.

ARTICLE VII

The names and addresses of the Board of Directors are:

Keith Griffin  
2603 Nassau Bend #E-1  
Coconut Creek, Florida 33066

Kristen Griffin  
2603 Nassau Bend #E-1  
Coconut Creek, Florida 33066

ARTICLE VIII

Special provisions for the regulation of the corporation are:

Section 1. The By-Laws will fix the annual meeting of the stockholders and directors of this corporation.

Section 2. They may hold any meeting of the stockholders or Board of Directors either within or without the State of Florida.

Section 3. The officers of this corporation will be a President, Vice President, Secretary, and a Treasurer and such other officers as the Board of Directors may deem necessary.

Section 4. They specifically write the directors of the corporation to accept in payment for The capital stock of the corporation either assignment or transfer of any real property, or personal property. Said discretion of the Board of Directors will be final and upon the issuance of said stock in exchange for a conveyance of real or personal property, said stock will after considered as fully paid and nonassessable and may not be questioned by any future stockholder or member of the Board of Directors.

ARTICLE IX

They may amend these Articles of Incorporation from time to time as provided by Law. The Board of Directors will approve every amendment, proposed by them to the stockholders, and approve at a stockholder's meeting by most the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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ARTICLE X

The name and addresses of the officers of the corporation until the election at the first annual meeting of officers are as follows:

OFFICE

Keith Griffin  
2603 Nassau Bend #E-1  
Coconut Creek, Florida 33066

President

Kristen Griffin  
2603 Nassau Bend #E-1  
Coconut Creek, Florida 33066

Vice President & Treasure

ARTICLE XI

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

ARTICLE XII

THE REGISTERED AGENT of a said corporation will be Keith Griffin. 2603 Nassau Bend #E-1, Coconut Creek, Florida 33066.

ARTICLE XII

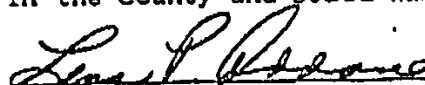
The name and address of the incorporator signing these Articles is:

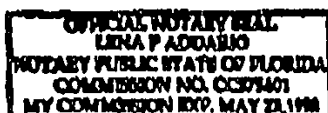
SAMUEL F. CARCIONE  
2300 W. Sample Rd. Suite # 300  
Pompano Beach, Florida 33073

  
Samuel F. Carcione

STATE OF FLORIDA  
COUNTY OF BROWARD

I HEAR CERTIFY that on this day, before me, a Notary Public duly written in the State and County named above to take acknowledgments, personally appeared SAMUEL F. CARCIONE, to me well known and known to me to be the person described as Incorporator in. Who executed this Articles of Incorporation and acknowledged before me that she subscribed to those Articles of Incorporation. WITNESS my hand and seal in the County and State named above, this 8 day of 28 1997

  
Notary Public



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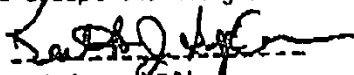
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0505, 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: K & K Systems, Inc.
2. The name and address of the registered agents and office are:

Keith Griffin  
2603 Nassau Bend #E-1  
Coconut Creek, Florida 33066

I accept the designation as registered agent

  
Keith Griffin

Y-21-57  
Date

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