

P97000075226

Requestor's Name

Juergen Gerstemeyer
9201 SW 76 Terrace
Miami-FL 33173-3303

City/State/Zip

Phone #

Office Use Only

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

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1. _____
(Corporation Name) (Document #)
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☐ 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

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

FILED
CLERK OF DISTRICT COURT
97 AUG 28 AM 11:15

CERTIFICATE OF INCORPORATION
OF
ITI Miami, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 AUG 28 AM 11:15

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of this Corporation shall be ITI Miami, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this Corporation is:
**TO ENGAGE IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER
THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.**

ARTICLE III

Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be TWENTY (20) shares, each having a par value of FIVE DOLLARS (\$ 5.00) of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

ARTICLE IV

Initial Capital

The amount of capital with which this Corporation shall begin business shall be One Hundred (\$ 100.00) Dollars.

ARTICLE V

Principal Office

The following shall be street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient: 9201 South West 76 Terrace, Miami, Florida 33173.

ARTICLE VI

Directors

There shall be a Board of Directors for this Corporation which shall consist of TWO (2) persons. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than ONE (1). Each of said Directors shall be of full age and at least one of them shall be a citizen of the United States. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

ARTICLE VII

Initial Board of Directors

The names and addresses of the first Board of Directors is as follows:

<u>Names</u>	<u>Addresses</u>	<u>Office</u>
Juergen Gerstemeyer	9201 SW 76 Terrace Miami, FL 33173	9201 SW 76 Terrace Miami, FL 33173
Connie C. Novo	9201 SW 76 Terrace Miami, FL 33173	9201 SW 76 Terrace Miami, FL 33173

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

ARTICLE VIII

Subscribers

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to purchase are:

<u>Names</u>	<u>Addresses</u>	<u>No. of Shares</u>
Juergen Gerstemeyer	9201 SW 76 Terrace, Miami, FL 33173	10
Connie C. Novo	9201 SW 76 Terrace, Miami, FL 33173	10

The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

ARTICLE IX

Conflict of Interest

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be effected or

invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors of officers of, such other Corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors, and may vote at any such meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or officer of such other Corporation or not so interested.

ARTICLE X
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned, have executed these Articles of Incorporation for the uses and purposes stated therein time 1st day of September, 1997

President - Secretary

Juergen Gerstemeyer
Juergen Gerstemeyer

Vice President - Treasurer

Connie C. Novo
Connie C. Novo

State of Florida)
) SS:
County of Dade)

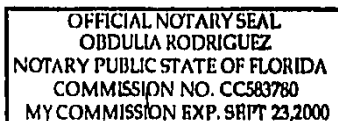
I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Juergen Gerstemeyer and Connie C. Novo, to me known to be the persons described as the subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to said Articles of Incorporation and they are personally known to me.

WITNESS my hand and official seal in the County and State above named, this 1st day of September, 1997.

My Commission Expires:

Obdulio Rodriguez
Notary Public, State of Florida

Print Name: OBDULIO RODRIGUEZ



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 AUG 28 AM 11:15

**CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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

**First – That JUERGEN GERSTEMEYER AND CONNIE C. NOVO
qualified to do business under the laws of the State of Florida with its principal
office at 9201 SW 76 Terrace, Miami, FL 33173 of DADE State of FLORIDA has
appointed: Michael A. Novo, Esq. - 5730 S.W. 14th Street, Miami, FL 33144,
County of DADE State of Florida, as its agent to accept service of process within
this state.**

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

**Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act in this
capacity, and agree to comply with the provision of said Act relative to keeping open
said office.**

By: 

Resident Agent