

P97000083055

RONALD M. EMANUEL, P.A.

ATTORNEY AT LAW

7300 N. KENDALL DRIVE  
SUITE 530  
MIAMI, FLORIDA 33156

TELEPHONE: (305) 595-1133  
TELEFAX: (305) 670-3254

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

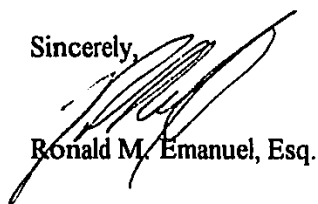
000002301950---8  
-09/24/97--01046--007  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for JAY EMANUEL & ASSOCIATES, INC.  
along with a check in the amount of \$122.50 for the process of this corporation.

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

Sincerely,



Ronald M. Emanuel, Esq.

FILED  
97 SEP 24 AM 11:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TM 9/25/97

**ARTICLES OF INCORPORATION**  
**OF**  
**JAY EMANUEL & ASSOCIATES INC.**

**ARTICLE I - NAME**

The name of the corporation is JAY EMANUEL & ASSOCIATES INC.

**ARTICLE II - DURATION**

The Duration of the corporation is perpetual.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

The purpose of the corporation shall be carried out only through officers, employees, and agents of the corporation.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares that the corporation has authority to issue is One thousand (1,000) all of which shall be common shares with a par value of one cent (.01).

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any unissued or treasury shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done with out issuance of fractional

**FILED**  
97 SEP 24 AM 11:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

shares) at the price at which it is offered to others.

#### **ARTICLE VI - BY-LAWS**

The power to alter, amend or repeal By-Laws shall be vested in each of the Board of Directors and the shareholders of this corporation.

#### **ARTICLE VII - PRINCIPAL**

The street address of the initial principle office of the corporation is 7300 N. Kendall Dr. Suite 530, Miami, Florida 33156.

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

The number of directors may be either increased or decreased from time to time as provided by in the By-Laws of this corporation, but shall never be less than one.

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and address of the person who is to serve as member of the initial Board of Directors are:

JAY EMANUEL                      7300 N. Kendall Dr. Suite 530, Miami, Florida 33156.

#### **ARTICLE IX - REGISTERED AGENT**

The name and address of the initial registered agent is:

JAY EMANUEL                      7300 N. Kendall Dr. Suite 530, Miami, Florida 33156.

**ARTICLE X - INCORPORATOR**


The name and address of the incorporator is:

JAY EMANUEL                      7300 N. Kendall Dr. Suite 530, Miami, Florida 33156.

IN WITNESS WHEREOF, the undersigned has executed these Article  
of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 1997.

  
JAY EMANUEL

SWORN TO and SUBSCRIBED before my this 22 day of Sept, 1997  
at Miami, Dade County, Florida.


  
Notary Public, State  
of Florida

My Commi



**ACCEPTANCE**

Having been named to accept service of process for the above named corporation at a  
place designated in this Certificate, I hereby accept said designation as Registered Agent and  
Agree to comply with the provisions of law relative to keeping open said office.

  
JAY EMANUEL

FILED  
97 SEP 24 AM 11:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA }  
COUNTY OF DADE }** SS:

**BEFORE ME**, the undersigned authority, authorized to take acknowledgment in the State and County set forth above, personally appeared JAY EMANUEL, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in  
the State and County aforesaid, this 22 day of Sept, 1997

Notary Public,  
State of Florida

**My Commission expires:**

