

P97000089364
TRANSMITTED LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:

ALI-MONY, INC.

(Proposed corporate name - must include suffix)

700002321517--4
-10/16/97-01023-003
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

SANDRA J. WILANSKY

Name (Printed or typed)

575 DESOTO PARKWAY

Address

INDIAN HARBOR BEACH, FL 32937
City, State & Zip

SANDRA J. GAVE (407) 779-2972
Daytime Telephone number

AUTHORIZATION BY PHONE TO
CORPORATE

DATE

DOC. EXAM.

RECEIVED, acceptance
& signature
off other sheet.

⑦

NOTE: Please provide the original and one copy of the articles.

10/16/97 7:45 pm.

ARTICLES OF INCORPORATION
OF
ALI-MONY, INC.

97 OCT 16 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F I L E D

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a coporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: ALI-MONY, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in any activity 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 which this corporation shall be authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock, having a par value of one cent (\$0.01) per share.

All of said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Any and all shares issued, for which the consideration has been paid shall be non-assessable and shall not be liable to any further call or assessment thereon.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 575 DeSoto Parkway, Indian Harbour Beach, Florida 32937, and the name of the initial registered agent of this corporation at that address is Sandra J. Wilansky. The Principal office is the same as the Registered office.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but never shall be less than one. The name and address of the initial directors of this corporation are:

Sandra J. Wilansky 575 De Soto Parkway
Indian Harbour Beach, Fl. 32937

Agatha Warren 15 Fillmore Court
Satellite Beach, Fl. 32937

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

✓ Jinxia J. Wilansky
Signature/Registered Agent

10-1-97
Date

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles of Incorporations
is: Sandra J. Wilansky
575 DeSoto Parkway
Indian Harbour Beach, Florida 32937

ARTICLE VIII
RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation held by the initial shareholder and shares held by persons who subsequently become shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE IX
POWERS OF BOARD OF DIRECTORS

In furtherance, but not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

- To make and alter the by laws of the corporation.
- To fix the amount to be reserved as working capital over and above its capital stock paid in.

To authorize and cause to be executed mortgage and liens upon the real and personal property of this corporation.

From time to time to determine whether and to what extent, and at what time and places, and upon what considerations and what regulations, the accounts and books of this corporation, (other than stock books), or any of them, shall be open to inspection by the stockholders: and no stockholder shall have any right of inspecting any account book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders and directors.

Pursuant to the affirmative vote of the stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, given at a stockholders' meeting duly called for that purpose or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, the Board of Directors shall have the power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its goodwill ad its corporate franchises, or any property or assets essential to the business of the corporation, and upon such terms and conditions as its Board of Directors deem expedient and for the best interest of the corporation.

This corporation may in its by-laws confer powers upon its Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon them by the statutes.

ARTICLE X

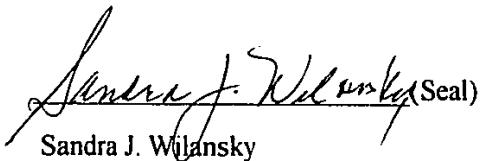
MEETINGS OUTSIDE THE STATE

Both stockholders and directors shall have the power if the by-laws so provide, to hold their meeting within or without the State of Florida, and to keep the books of this

corporation (subject to the provisions of the statute), outside of the State of Florida in such places as may be from time to time designated by the Board of Directors.

ARTICLE XI AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written agreement manifesting their intention that a certain amendment to these Articles of Incorporation be made.



Sandra J. Wilansky (Seal)

Sandra J. Wilansky

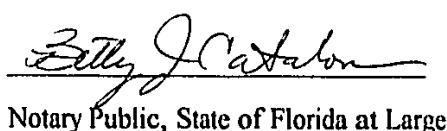
STATE OF FLORIDA

COUNTY OF BREVARD

Personally appeared before me, the undersigned authority, Sandra J. Wilansky, who being to me well known and who acknowledged before me that she is the party to the above and foregoing Articles of Incorporation and further acknowledged the said Articles to be her free act and deed as the signer thereof, and that the facts therein stated are true.

WITNESS my hand and official seal at Indian Harbor Beach, Brevard County, Florida, this 1

day of Oct., 1997.



Betty J. Catalon
Notary Public, State of Florida at Large