

(SAMPLE LETTER OF TRANSMITTAL)

P98000021965

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

100002443781--5
-03/02/98--01044--008
****122.50 ****122.50

Re: PROFESSIONAL OFFICERS SOCIETY ^{OF SOUTH FL.}, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Registered Agent Designation for the above named corporation.

Very truly yours.

FILED
MAR -2 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Individual's Name)

PROFESSIONAL OFFICERS SOCIETY OF SOUTH FL.
(Name of Corporation) INC.

MAILING ADDRESS OF CORPORATION

13350 S.W. 58TH TERR. SUITE #10

MIAMI, FL 33183-1252

PHONE

(305) 385-6212

Area Code

Number

Ext.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 3, 1998

ORLANDO B. SANTANA
13350 SW 58TH TERRACE
SUITE 10
MIAMI, FL 33183-1252

SUBJECT: PROFESSIONAL OFFICERS SOCIETY OF SOUTH FLORIDA, INC.
Ref. Number: W98000004670

We have received your document for PROFESSIONAL OFFICERS SOCIETY OF SOUTH FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

We are enclosing the proper form(s) with instructions for your convenience.

Please accept my apology if this organization is indeed a FOR PROFIT corporation and return the original form.

If you have any further questions concerning your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 398A00011678

ARTICLES OF INCORPORATION

of

PROFESSIONAL OFFICERS SOCIETY OF SOUTH FLORIDA, INC.
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

PROFESSIONAL OFFICERS SOCIETY OF SOUTH FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10,000⁰⁰ shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
<u>13350 S.W. 58TH TERR. SUITE # 10</u>		
CITY <u>MIAMI</u>	FLORIDA	ZIP <u>33183-1252</u>

Mailing address, if different

STREET ADDRESS		
<u>SAME AS ABOVE</u>		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME <u>ORLANDO B. SANTANA</u>		
ADDRESS <u>13350 S.W. 58TH TERR. SUITE # 10</u>		
CITY <u>MIAMI</u>	FLORIDA	ZIP <u>33183-1252</u>

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TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

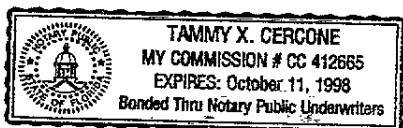
NAME	FRANCISCO GONZALEZ		
ADDRESS	6770 INDIAN CREEK DRIVE		
CITY	MIAMI BEACH	STATE	FLORIDA ZIP 33141
NAME	ORLANDO B. SANTANA		
ADDRESS	13350 S.W. 58 TH TERR. SUITE # 10		
CITY	MIAMI	STATE	FLORIDA ZIP 33183-1252
NAME	MANUEL BOUZO		
ADDRESS	591 EAST 16 TH STREET.		
CITY	HIALEAH	STATE	FLORIDA ZIP 33010

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	FRANCISCO GONZALEZ		
ADDRESS	6770 INDIAN CREEK DRIVE		
CITY	MIAMI BEACH	STATE	FLORIDA ZIP 33141
NAME	ORLANDO B. SANTANA.		
ADDRESS	13350 S.W. 58 TH TERR. SUITE # 10		
CITY	MIAMI	STATE	FLORIDA ZIP 33183-1252
NAME	MANUEL BOUZO		
ADDRESS	591 EAST 16 TH STREET		
CITY	HIALEAH	STATE	FLORIDA ZIP 33010

The undersigned incorporator(s) have executed these Articles of Incorporation this 29TH day of JANUARY, 19 98.



Tammy X. Cergone
1-29-98

[Signature] (Signature)
[Signature] (Signature)
[Signature] (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED
98 MAR -2 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFESSIONAL OFFICERS SOCIETY OF SOUTH FLORIDA, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 13350 S.W. 58th TERR. Suite #10
MIAMI, FL. 33183-1252
has named ORLANDO B. SANTANA.

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.


(Signature)

1.29.98

(Date)