FILINGS, INC. TERESA ROMAN
(Requestor's Name)
2805 LITTLE DEAL ROAD
(Address)

OFFICE USE ONLY

Examiner's Initials

(904) 385-6735

(Phone #)

Other

CR2E031(10/92)

TALLAHASSEE, FLORIDA 32308

(City, State, Zip)

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) Certified Copy Pick up time Photocopy Certificate of Status Will wait 600002474116--1 -03/31/98--01092--004 \*\*\*\*\*70.00 \*\*\*\*\*70.00 **NEW FILINGS AMENDMENTS** Profit Amendment Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark

# FILED 98 MAR 31 AM 3: 29 SECRETARY OF STATE TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

### ARTICLE I - NAME

The name of this corporation is Michael S. Mermelstein, CPA, P.A.

## ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be: Suite 200 3211 Ponce de Leon Blvd. Coral Gables, Florida 33134

### ARTICLE III - PURPOSE

This corporation is organized for the purpose of rendering specific professional service as accountants.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal

from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Michael S. Mermelstein Suite 200, 3211 Ponce de Leon Blvd. Coral Gables, Florida 33134

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### ARTICLE VII - INCORPORATOR

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

Filings, Inc., a Florida Corporation 3732 N.W. 16th Street Fort Lauderdale, Florida 33311

### ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

# ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: March 31, 1998

Filings, Inc. by Teresa Roman, Vice-President

Incorporator

STATE OF FLORIDA COUNTY OF LEON

The foregoing instrument was acknowledged before me this 31st day of March, 1998 by Teresa Roman, who is personally known to me and who did take an oath.

Zulma Pellor Zulma Pellor Notary Public, State of Florida

My Commission Expires: Commission Number:

Notary Public, State of Florida
My Comm Expires Dec. 13, 1999
No. CC 517687

Bonded Thru Official Ratary Service
1-(800) 723-0121

Certificate designating place of business or domicle for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Michael S. Mermelstein, CPA, P.A., desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: March 31, 1998

Teresa Roman, Incorporator

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

Dated: March 31, 1998

Filings, Inc.

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