

# P980000103827

Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

KEH, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION**

**OF**

**KEH, INC.**

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the corporation shall be:

**KEH, INC.**

**ARTICLE II**

**PURPOSES**

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are

a) To transact any lawful business, particularly related to Real Estate in the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares that this corporation is to have outstanding at any one time is One Hundred (100) shares of common stock, having a nominal or par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

Prepared by David A. Rosenblatt, Esq., Florida Bar No.: 253758  
9190 Sunset Drive  
Miami, Florida 33173  
Telephone: (305) 595-3444

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ARTICLE IV

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TERM

This corporation shall have perpetual existence.

ARTICLE V

REGISTERED OFFICE  
and PRINCIPAL OFFICE

The Registered and Principal Office shall be located at 9400 SW 130 Ave., Miami, Florida 33186 or such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with law.

ARTICLE VI

DIRECTORS, OFFICERS AND INITIAL REGISTERED AGENT

This corporation shall have not less than one (1) nor more than nine (9) directors, as set forth in the By-Laws. The name and street addresses of the first Board of Directors, the initial Registered Agent and the initial Officers of this corporation who, subject to these Articles of Incorporation, By-Laws and the laws of the State of Florida, shall hold office until their successors have been elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES W. HALL, President and Secretary/Treasurer	9400 SW 130 Ave. Miami, Florida 33186

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and effect as the unanimous vote of the shareholders and may be stated as such in any certificate or document filed with the Department of State of the State of Florida or any other governmental agency of any state, county or nation or with any private organization, corporation, person or persons.

Nothing in this Article shall be construed to allow any act of the Board of Directors to be approved by less than a majority of said directors or wherever a greater vote is required by law or in the By-Laws for that vote.

#### **ARTICLE IX**

##### **INSPECTION OF BOOKS AND RECORDS**

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to the inspection of shareholders and no shareholder 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 shareholders or the Board of Directors.

#### **ARTICLE X**

##### **INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Every officer and every director of the corporation shall be indemnified by the corporation as permitted by law against all

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expenses and liability, including counsel fees, reasonably incurred by or imposed upon them in connection with any proceeding to which they may be a party or in which they may become involved by reason of them being or having been an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

**ARTICLE XI**

**TELEPHONE MEETING AUTHORIZED**


Members of the Board of Directors or of any executive committee designated by the Board of Directors in accordance with law shall be deemed present at any meeting of the Board of Directors or the executive committee as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear and be heard by all other persons, is used.

**ARTICLE XII**

**AMENDMENTS**

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Miami, Dade County, Florida, this 11<sup>th</sup> day of December, 1998.

  
James W. Hall

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STATE OF FLORIDA     )  
                              ss  
COUNTY OF DADE       )

BEFORE ME, the undersigned authority, this day personally appeared James W. Hall, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation of KEH, INC., and he acknowledged before me that they signed and executed the same for the purposes stated therein.

SWORN TO AND SUBSCRIBED before me this 11<sup>th</sup> day of December, 1998.



*Alexandre L. Nieto*  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:

**CERTIFICATE ACCEPTING DESIGNATION  
OF  
REGISTERED AGENT**

I, JAMES W. HALL, hereby certify that I have accepted the designation as Registered Agent of KEH, INC., and agree to serve as its agent to accept service of process within the State at its Registered Office.

*James W. Hall*  
\_\_\_\_\_  
James W. Hall

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