

P99000005595

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000001501 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : COHEN, BERKE, BERNSTEIN, BRODIE & KONDELL, P.A.
Account Number : 075410000050
Phone : (305) 854-5900
Fax Number : (305) 857-9322

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 20 PM 12: 07

FILED

FLORIDA PROFIT CORPORATION OR P.A.
SCENIC MARKETING GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

m 1/20/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 20, 1999

COHEN, BERKE

SUBJECT: SCENIC MARKETING GROUP, INC.
REF: W99000001397

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE ARTICLES WERE NOT DATED.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX And. #: E99000001501
Letter Number: 899A00002522

FILED

H99 000001501

99 JAN 20 PM 12: 07

ARTICLES OF INCORPORATION
OF
SCENIC MARKETING GROUP, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of SCENIC MARKETING GROUP, INC. (the "Corporation") under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is: SCENIC MARKETING GROUP, INC.

ARTICLE II

COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III

DURATION

The duration of the Corporation will be perpetual.

ARTICLE IV

PURPOSE

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

Prepared by:
Eileen Trautman, Esq.
Florida Bar No. 184844
2601 South Bayshore Drive, 19th Floor
Miami, Florida 33133
(305) 854-5900

H99 000001501

H99 000001501

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and mailing address of the principal office of the Corporation is:

2070 Homewood Blvd.
Unit 113
Delray Beach, Florida 33445

ARTICLE VI

AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock at \$.01 par value per share.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2601 South Bayshore Drive, 19th Floor, Miami, Florida 33133, and the name of the Corporation's initial registered agent at that address is COBER Corporate Agents, Inc.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time, as provided in the Bylaws. The names and addresses of the initial directors are:

<u>Names</u>	<u>Addresses</u>
Nicholas Trautman	2070 Homewood Blvd. Unit 113 Delray Beach, FL 33445
Claude Letourneau	2070 Homewood Blvd. Unit 113 Delray Beach, FL 33445

H99 000001501

H99 000001501

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Eileen Trautman	c/o Cohen, Berke, Bernstein, Brodie & Kondell, P.A. 2601 South Bayshore Drive, 19 th Floor Miami, Florida 33133

ARTICLE X

INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him or her in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

H99 000001501

H99 000001501

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of January, 1999.


Eileen Trautman, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for SCENIC MARKETING GROUP, INC. in the foregoing Articles of Incorporation, I, on behalf of COBER Corporate Agents, Inc., a Florida corporation, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

COBER CORPORATE AGENTS, INC.

By: 

Title: VICE PRES

FILED

99 JAN 20 PM 12: 07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99 000001501