

P99000006703

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.**

(((H99000001825 1)))

**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 : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

FILED  
99 JAN 22 AM 7:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

open window 2000, incorporated

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

1/22/99 1:44 PM

me 1/25/99

⑤

1199000001825  
ARTICLES OF INCORPORATION  
OF  
OPEN WINDOW 2000, INCORPORATED

FILED

99 JAN 22 AM 7:53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be OPEN WINDOW 2000, INCORPORATED

ARTICLE II

The term of existence of the Corporation is perpetual, unless sooner dissolved according to law. The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be organized to transact, and to do such other things as are incidental, necessary or desirable in order to accomplish the same.

ARTICLE IV

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, having a One Dollar (\$1.00) par value per share; each share having identical rights and privileges in every respect.

ARTICLE V

The street address of the Corporation's principal office and mailing address is: 9555 N. Kendall Drive, Suite 200, Miami, Florida 33176.

ARTICLE VI

The name and street address of the initial registered agent and office is: Richard F. Joyce whose address is 9555 N. Kendall Drive, Suite 200, Miami, Florida 33176.

Prepared By:  
Richard F. Joyce, Esquire  
9555 N. Kendall Drive, Suite 200  
Miami, Florida 33176  
(305) 275-8606  
FBN: 915701

1199000001825

449000001825

ARTICLE VII

The management and exercise of corporate powers is to be carried on by the shareholders of this Corporation, who will appoint the directors and officers of the Corporation as designated. RICHARD F JOYCE is the incorporator of this corporation.

ARTICLE VIII

The shareholders reserve the right to fix any compensation of an officer and/or agent named to carry on the business of the Corporation.

ARTICLE IX

The Corporation may indemnify and hold harmless any and all officer(s) to the full extent permitted by law.

ARTICLE X

The Corporation shall not have a Board of Directors as permitted by Section 607.0732 of the Florida Statutes.

Any action required or permitted to be taken by an officer or shareholders(s) under any provision of law shall bind the Corporation.

ARTICLE XI

The shareholders(s) of the Corporation shall adopt By-Laws for the government of this Corporation, which shall be subordinate only to the Certificate of Incorporation and the laws of the United States and the State of Florida. The power to adopt, alter, amend or repeal the By-Laws shall be vested in the shareholders(s) subject to the procedure set forth in the By-Laws.

ARTICLE XII

The shareholders(s) of the Corporation shall include in the By-Laws or enter into an agreement for, restrictions regarding the sale, transfer or other disposition of any of the outstanding or unissued stock of the Corporation by the shareholders(s).

ARTICLE XV

The shareholders(s) expressly reserve the right to dissent to any merger.

449000001825

499000001825  
**ARTICLE XIV**

The name and address of the person signing the Articles of Incorporation is:

Richard F. Joyce  
9555 North Kendall Drive, Suite 200, Miami, Florida 33176

IN WITNESS WHEREOF, these Articles of Incorporation have been executed on ~~June~~ <sup>January</sup>

22, 1999.

  
\_\_\_\_\_  
RICHARD F. JOYCE

STATE OF FLORIDA

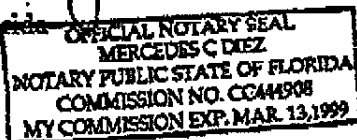
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, RICHARD F. JOYCE, who produced his Florida Driver's License No: 1200745125 as identification, and whom executed the foregoing Certificate of Incorporation of OPEN WINDOW 2000, INCORPORATED, and they have acknowledged before me that they have executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me on January 22, 1999.

  
\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires:



499000001825

499000001825

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING  
THE AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **OPEN WINDOW 2000, INCORPORATED**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 9555 N. Kendall Drive, Suite 200, Miami, Florida 33176 in Dade County, Florida, has named, **RICHARD F. JOYCE** located at 9555 North Kendall Drive, Suite #200, Miami, Florida 33176, as its Agent to accept service of process within Florida.

DATED: January 22, 1999.

**OPEN WINDOW 2000, INCORPORATED**

By: 

**RICHARD F. JOYCE**

*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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: January 22, 1999.

**REGISTERED AGENT**

By: 

**RICHARD F. JOYCE**

9555 North Kendall Drive, Suite #200

Miami, Florida 33176

Telephone No.:

(305) 275-8606

Facsimile No.:

(305) 595-0108

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 JAN 22 AM 7:53

FILED

499000001825