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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PAT CERVI AND ASSOCIATES, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
PAT CERVI AND ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Pat Cervi and Associates,
Inc.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any
activities or business permitted under the Laws of the United
States and Florida.

ARTICLE IV - PRINCIPAL OFFICE

The principal office of the Corporation is or the mailing
address of the Corporation is:

1489 S. Miami Avenue, Miami, FL 33130.

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this Corporation is
authorized to have outstanding at any time is 7500 shares of
common stock having a par value of 1.00 per share.

ARTICLE VI - CUMULATIVE VOTING

Shareholders of this Corporation may vote their stocks

Prepared by: Elizabeth R. Read
1489 S. Miami Ave
Miami, FL 33130
(305) 374-5699 FBN-331491

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cumulatively. Each shareholder shall have the total number of votes which is equal to the number of shares of stock with voting rights which such shareholder holds multiplied by the number of directors to be elected. The shareholder may give all of their votes to one candidate or distribute them among as many candidates as the shareholder may wish. Notice must be given by any shareholder to the President or Vice President of the Corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors that such shareholder intends to cumulate his vote at said election.

ARTICLE VII - PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 1489 S. Miami Ave., Miami, FL 33130, and the initial registered

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agent of this Corporation at such office shall be Elizabeth R. Read, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for services.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than three (3). The names and addresses of the directors constituting the initial Board of Directors are:

NAME	ADDRESS
Pat Cervi	1205 Mariposa Avenue, #403 Coral Gables, FL 33146

ARTICLE X - INCORPORATOR

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

Pat Cervi	1205 Mariposa Avenue, #403 Coral Gables, FL 33146
	<i>Pat Cervi</i> Incorporator, PAT CERVI

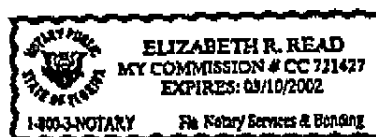
STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing Articles of Incorporation of Pat Cervi and Associates, Inc., were acknowledged before me this 27 day of January, 1994, by Pat Cervi, as incorporator.

Notary Public

My commission expires:

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Pat Cervi and Associates, Inc., at the place designated in the Articles of Incorporation, Elizabeth R. Read, agrees to act in this capacity, and agrees to comply with the provision of Section 48.091 relative to keeping open such office.

Dated this 27 day of January, 1999.


Elizabeth R. Read

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