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Requester's Name

MAE HRZAD HERAVI
11835 SW 102 ST
MIAMI, FL 33186

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*****78.75 *****78.75

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NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

B. BROCK FEB 1 1999
W99000001250
00630

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 19, 1999

MEHRZAD HERAVI
11835 SW 102 ST
MIAMI, FL 33186

SUBJECT: MEHRZAD HERAVI P.A.
Ref. Number: W99000001250

We have received your document for MEHRZAD HERAVI P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 199A00002325

M. HERAVI

Home : 305-595-3597

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PAGER 305-594-1529

FAX 305-598-3635

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**ARTICLES OF INCORPORATION
OF
MEHRZAD HERAVI P. A.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporations Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is MEHRZAD HERAVI P.A.

ARTICLE II

Term of Corporate Existence

The period of duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE III

Purpose

The purpose for which the Corporation is organized is:

1. The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act. The corporation shall engage in the function of Real Estate sales and other related activities.
2. To acquire by purchase, or otherwise, for investment or resale, and to own, operate, subdivide, lease, let, mortgage, sell and otherwise dispose of, for cash or credit by conveyance, agreement for deed, or other lawful instrument, real estate, or mixed property, located in the State of Florida, or elsewhere, and generally to deal in and traffic as owner, agent or broker, in real estate, personal, and mixed property and any interest or estate therein, including subdivision, apartment houses, residences, stores, office buildings, manufacturing sights, and the lots or parcels of land upon which they may be located, and to create, own, lease, sell, operate and deal in freehold and leasehold estates of any and all character whatsoever, and to be an investor in real and personal property.
3. To lend and borrow money, be a surety, execute bail bonds and to execute and deliver, accept, take and receive notes, bonds, debentures or other evidences thereof, and mortgages, trust deeds, pledges, and other securities for the payment of same.
4. To acquire by purchase, subscription, or otherwise, and mortgage, pledge, or otherwise dispose of bonds, notes or other securities or evidences of

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indebtedness, and the shares of capital stock created and issued by any other corporation or corporations, association or associations, and to purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of any bonds or other securities or evidence created by or issued by any other corporation or corporations, associations, and while the owner of such stock, to exercise all rights, powers and privileges as such ownership, including the right to vote same, and to do any and all lawful acts or things designed to protect, preserve, improve, or enhance the value of any such bonds, stocks, or other securities or evidences of indebtedness and to guarantee dividends upon shares of the capital stock of any other corporation in which this corporation, at any time, may be interested as a stockholder thereof, and to endorse or otherwise guarantee the principal and interest, or either therefor, of notes, bonds or other evidences of indebtedness created by issue or such corporation; to deal in its own stock or brokerage business.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 1,000,000 shares of Capital Stock. Such shares shall be of a single class, and shall have a par value of One Cent (\$0.01) per share.

ARTICLE V

Initial Registered Office and Registered Agent

The street address of the initial registered office and the principal office of the Corporation is 11835 SW 102ND Street, Miami, Florida 33186 and the name of the initial registered agent at such address is Mehrzad Heravi.

Having been named to accept service of process for the above stated Corporation, at place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Mehrzad Heravi

ARTICLE VI

Number of Directors

The business of the Corporation shall be managed by a Board of Directors consisting of one or more members, the exact number to be determined from time to time in accordance with the By-Laws. The initial Board of Directors shall consist of two (2) Directors.

ARTICLE VII

Initial Board of Directors

The name and address of the persons who shall serve as Directors until the First Annual Meeting of Shareholders, and thereafter, or until their successors have been elected and qualified, are as follows:

<u>Name</u>	<u>Address</u>
Mehrzaad Heravi	11835 SW 102 nd Street Miami, Florida 33186
Mehrdad Heravi	15565 SW 42 nd Terrace Miami, Florida 33185

ARTICLE VIII

Initial Incorporator

The name and address of the initial incorporator is as follows:

<u>Name</u>	<u>Address</u>
Mehrzaad Heravi	11835 SW 102 nd Street Miami, Florida 33186

ARTICLE IX

By-Laws

The Board of Directors shall adopt By-Laws for the Corporation, which may be amended, altered or repealed by the stockholders or directors in a manner permitted by the By-Laws.

ARTICLE X

Indemnification of Directors and Officers

The Corporation shall indemnify any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suite or proceedings:

1. Whether civil, criminal, administrative or investigative, other than one by or in the right of the Corporation to procure a judgement in its favor, brought to impose a liability or penalty on such person or an act alleged to have been committed by such person in his capacity as director or officer of the Corporation, or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he

served at the request of the Corporation, against judgements, fines, amounts paid in settlement and reasonable attorney's fees, actually and necessarily incurred as a result of such action, suite or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interest of the Corporation, and in criminal actions or proceedings, without reasonable grounds for belief that such action was unlawful. The termination of any such action, suite or proceedings by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interest of the Corporation or that he had reasonable grounds for belief that such action was unlawful.

2. By or in the right of the Corporation to procure a judgment in its favor by reason of his being or having been a director or officer of the Corporation, or by reason of his being or having been a director, officer, employee, or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Corporation, against reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interest of the Corporation. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court, administrative agency, or investigative body before which such action, suite or proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expense which such tribunal deem proper.

Any indemnification under Section (1) shall be made by the Corporation only as such authorized in the specific case upon a determination that amounts for which the director or officer seeks indemnification were properly incurred and that such director or officer acted in good faith and in a manner he reasonably believed to be in the best interest of the Corporation, and that, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made either (a) by the Board of Directors by majority vote of quorum consisting of directors who were not parties to such action, suite or proceeding, or (b) if such a quorum is not available, or even if obtainable, a quorum consisting of stockholders who were not parties to such action, suite or proceedings.

The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Corporation to indemnify under applicable law.

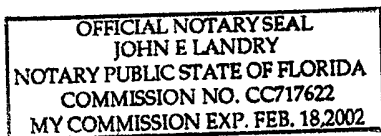
Amendment


IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami, Dade County, Florida on this 13th day of January, 1999.

M. HERAVI
INCORPORATOR: Mehrzad Heravi

STATE OF FLORIDA)
 : SS.
COUNTY OF DADE)

I HEREBY CERTIFY, that on this day personally appeared before me, the undersigned authority, **Mehrzaad Heravi**, to me well known to be the person who executed the foregoing Articles of incorporation, and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.




NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

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