## RICHMAN, DEIFIK, LANIER AND ROSS

A PROFESSIONAL ASSOCIATION

Kenneth W. Richman, Jr. 1 Celia Ellen Deifik 1 Suzanne D. Lanier Donald K. Ross, Jr. 2

1 Board Certified Real Estate

<sup>2</sup> Master of Law in Taxation

Poinciana Professional Park 2640 Golden Gate Parkway Suite 206 Naples, Florida 34105-3203 (941) 434-7700 Telefax (941) 434-7303

September 21, 1998

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

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#### TRANSMITTAL LETTER

CAYOR ENTERPRISES, INC.

Enclosed is an original and one (1) copy of the articles of incorporation of the above-captioned corporation and a check for:

\$70.00

\$122.50

\$131.25

Filing Fee

Filing Fee & Certificate Filing Fee & Certified Copy Filing Fee, Certified Copy & Certificate

FROM: Kenneth W. Richman, Jr.

Richman, Deifik, Lanier and Ross, P.A. 2640 Golden Gate Parkway, Suite 206

Naples, FL 34105-3203

Sincerely,

Richman, Deifik, Lanier and Ross, P.A.

Kenneth W. Richman, Jr.

Enclosures: two

# ARTICLES OF INCORPORATION

OF

# CAYOR ENTERPRISES, INC.

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

#### ARTICLE I.

#### CORPORATE NAME

The name of this corporation is Cayor Enterprises, Inc.

## ARTICLE II.

### ADDRESS OF CORPORATION

The address of the principal office of the Corporation, or the mailing address of the Corporation, if the principal office is not yet known, is 3 Sharon Road, Springfield, NJ 07081.

## ARTICLE III.

#### **DURATION**

The corporation shall have perpetual existence, commencing on the date of the execution and acknowledgment of these Articles or upon filing.

## ARTICLE IV.

#### **PURPOSE**

The corporation is organized for the purpose of transacting any or all lawful business.

## ARTICLE V.

# NUMBER AND CLASS OF STOCK

The corporation is authorized to issue one class of stock which shall consist of 1000 shares of \$1.00 par value common stock, and which shall be designated "common shares".

EFFECTIVE DATE

## ARTICLE VI.

#### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VII.

# INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2640 Golden Gate Parkway, Suite 206, Naples, FL 34105, and the name of the initial registered agent of the corporation at that address is Kenneth W. Richman, Jr.. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

## **ARTICLE VIII.**

### INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than two. The names and addresses of the initial directors of the corporation are:

Name	Address
Steven B. Shukan	3 Sharon Road, Springfield, NJ 07081
Candace I. Thompson	3 Sharon Road, Springfield, NJ 07081

## ARTICLE IX.

#### INCORPORATOR

The names and addresses of the persons signing these Articles are:

Name	Address
Steven B. Shukan	3 Sharon Road, Springfield, NJ 07081
Candace I. Thompson	3 Sharon Road, Springfield, NJ 07081

## ARTICLE X.

#### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

### ARTICLE XI.

#### **AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article VI, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscrib	er has executed these Articles	of Incorporation this
gb day of Jounday, 1998.	-	-
y o	M	<del></del>
	-/-	
	Steven B. Shukan	
	<u>Candace</u> Candace I. Thompso	Nhonpson)
STATE OF Med Jerry		
COUNTY OF E Union		
The foregoing instrument was acknowledged before to by Steven B. Shukan, who is personally known to make identification.	me this <b>26</b> day of day of ke or who has produced	mount me.
a A	Backara & Notary Public Typed Name: My Commission Number is:	BARBARA ESPOSITO  A Notary Public of Ross Income
STATE OF Kew Jersey	My Commission Expires:	My Commission Expires New 28, 2005
COUNTY OF Union	An .	
The foregoing instrument was acknowledged before a by Candace I. Thompson, who is person to me as identification.	ne this <b>16</b> day of or nally known to me or	who has produced
j	Barbara Notary Public	Esposite
	Typed Name:	BARBARA ESPOSITO
	My Commission Number is:	A Notary Public of New Jersey
1	My Commission Expires:	My Commission Expires Nov. 03, 2003

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The Name of the corporations is:	CAYOR ENTERPRISES, INC.		
2. The Name and address of the registered agent and office is:				
Kenneth W. Richman, Jr.		<u>Jr</u>		
	2640 Golden Gate Parl	cway, Suite 206		
	Naples, Florida, 34105	-3203		

#### **ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Kenneth W. Richman, Jr.,

(Date)