

P99000051927

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.**

((H99000012776 3)))

**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 : CHERRY & SPENCER, P.A.  
Account Number : 072100000272  
Phone : (561)471-7767  
Fax Number : (561)471-7574

SECRETARY OF STATE  
CLERK OF COURTS

99 JUN -9 AM 9:24

FILED

FLORIDA PROFIT CORPORATION OR P.A.

HMG Holdings, Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 01      |
| Estimated Charge      | \$78.75 |

B. McKnight JUN 09 1999



**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

May 27, 1999

CHERRY & SPENCER, P.A.

SUBJECT: HMG HOLDINGS, INC.  
REF: W99000012376

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6928.

Michelle Milligan  
Document Specialist

FAX Aud. #: E99000012776  
Letter Number: 499A00029207

ARTICLES OF INCORPORATION  
OF  
HGM HOLDINGS, INC.

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is HGM HOLDINGS, INC. and its principal business address 10131 Forest Hill Boulevard, West Palm Beach, Florida 33414.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

Purpose

This corporation is organized for the transaction of any and all lawful business as allowed under the laws of the State of Florida with respect to corporations, as those laws now exist or as they may hereafter provide.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

PREPARED BY:  
Richard T. Davis, Esq.  
Cameron & Davis, P.A.  
250 Australian Avenue South #1601  
West Palm Beach, FL 33401  
Bar No: 362239

FAN: H99-12776

FILED  
99 JUN -9 AM 9:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 250 Australian Avenue South, Suite 1601, West Palm Beach, Florida 33401 and the name of the initial registered agent of this corporation at the address is Richard T. Davis.

ARTICLE VI

Incorporators

The name and address of the person signing these articles is: Richard T. Davis, 250 Australian Avenue South, Suite 1601, West Palm Beach, Florida 33401

ARTICLE VII

Directors

The name and address of the initial directors of this corporation are:

Harvey Montijo  
10131 Forest Hill Boulevard  
West Palm Beach, Florida 33414

Garvin Yee  
10131 Forest Hill Boulevard  
West Palm Beach, Florida 33414

Mark Waeltz  
10131 Forest Hill Boulevard  
West Palm Beach, Florida 33414

ARTICLE VIII

Powers

This corporation shall have all of the corporate powers enumerated in Florida Statutes Section 607.0302.

## ARTICLE IX

### Indemnification

This corporation shall, to the fullest extent permitted by the provisions of Florida Statutes Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provision from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive or any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such person.

## ARTICLE X

### Amendment

This operation reserves the right to demand or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

## ARTICLE XI

### Bylaws

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders

if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XII

Beginning of Corporate Existence

Corporate existence shall begin upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25<sup>th</sup> day of May, 1999.

Richard T. Davis

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Richard T. Davis, who is personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County of aforesaid, this 25<sup>th</sup> day of May, 1999.



Sylvia Perez  
MY COMMISSION # CC208914 EXPIRES  
February 14, 2003  
BONDED THROUGH FARM INSURANCE INC.

Sylvia Perez  
Notary Public

My Commission Expires: 2/14/03

ACCEPTANCE OF REGISTERED AGENT

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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Richard T. Davis

DATE

5/25/99