

P99000055104

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.

((H99000014425 5)))

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

SECRETARY OF STATE
KATHERINE HARRIS
TALLAHASSEE, FLORIDA

99 JUN 15 AM 11:17

FILED

FLORIDA PROFIT CORPORATION OR P.A.

PERPETUAL, INC.

W-13935

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

H99000014425

ARTICLES OF INCORPORATION

OF

PERPETUAL, INC.

ARTICLE I
Name of Corporation

The name of this corporation is PERPETUAL, INC.

ARTICLE II
Corporate Existence

This corporation shall have perpetual existence.

ARTICLE III
Purpose of Business

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this state.

ARTICLE IV
Principal Place of Business

The address of the principal place of business of this corporation is 3007 Bird Avenue, No. 10, Coconut Grove, Florida, 33133.

ARTICLE V
Registered Office

The address of the initial registered office of the corporation is Suzanne M. Kennedy, 3007 Bird Avenue, No. 10, Coconut Grove, Florida, 33133. The Board of Directors may from time to time move the registered office to any other address in Florida.

Prepared by: Lisa R. Harris, Esq.
5071 Southwest 85th Street
Miami, Florida 33143
Florida Bar No. 0091243
Tel. (305) 669-1196

H99000014425

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN 15 AM 11:17

FILED

H99000014425

ARTICLE VI
Registered Agent

The initial registered agent of the corporation for accepting service of process pursuant to Section 48.091, Florida Statutes, shall be Suzanne M. Kennedy, 3007 Bird Avenue, No. 10, Coconut Grove, Florida, 33133.

ARTICLE VII
Directors

This corporation shall have not less than one director. The name and addressee of the initial director of this corporation is:

Suzanne M. Kennedy
3007 Bird Avenue, No. 10
Coconut Grove, Florida, 33133

The number of directors may be set from time to time by resolution adopted by a majority vote of the outstanding common shares.

ARTICLE VIII
Capital Stock

The maximum number of shares of stock in this corporation which it is authorized to have outstanding at any one time is One Hundred (100) shares of Common Stock at \$1.00 par value. Each stockholder shall be entitled to one (1) vote for each share of stock owned.

ARTICLE IX
Incorporator

The name and address of the incorporator is as follows:

Suzanne M. Kennedy
3007 Bird Avenue, No. 10
Coconut Grove, Florida, 33133

H99000014425



H99000014425

ARTICLE X
Directors' Liabilities and Rights

No contract, act or transaction of this corporation with any person or persons, firm or other corporations, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may anyway be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended, changed, altered, or repealed only by majority vote of the outstanding common shares.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11 day of June, 1999.

Suzanne Kennedy
Suzanne M. Kennedy, Incorporator

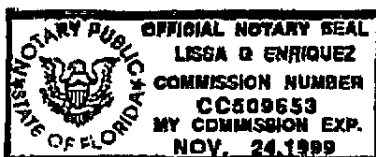
STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, this day personally appeared Suzanne M. Kennedy, to me known to be the person described in and who executed the foregoing Articles of Incorporation and who acknowledged before me that same was executed for the uses and purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida this 11th of June, 1999.

My Commission Expires:

[Signature]
Notary Public, State of Florida



3

H99000014425

1177000014425

REGISTERED AGENT ACKNOWLEDGEMENT

Having been named Registered Agent for the above-named corporation, at the Registered Office designated in this Certificate, I hereby accept to act in this capacity and agree to comply with all legal requirements relative thereto.

Suzanne Kennedy
Suzanne M. Kennedy
Registered Agent

FILED

99 JUN 15 AM 11:17

SECRETARY OF STATE
TALLAHASSEE FLORIDA

4 H99000014425