

P990000069006

TRANSMITTAL LETTER

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

300002899853--9
-06/09/99--01083--012
*****87.50 *****87.50

SUBJECT: M. B. F. Enterprises, Inc.
(Proposed corporate name - must include suffix)

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

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☒ \$87.50 Filing Fee & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: Herman B. Blumenthal III, Esquire
Name (Printed or typed)

9801 Seminole Blvd
Address

Seminole, FL 33772
City, State & Zip

(927) 397-1433
Daytime Telephone number

Herman Blumenthal GAVE
AUTHORIZATION BY PHONE TO
CORRECT Purpose
DATE 8-6-99
DOCS YES ajc

NOTE: Please provide the original and one copy of the articles.

W-13654

ajc



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 11, 1999

HERMAN B. BLUMENTHAL III, ESQ.
9801 SEMINOLE BLVD.
SEMINOLE, FL 33772

SUBJECT: M.B.F. ENTERPRISES, INC.
Ref. Number: W99000013654

We have received your document for M.B.F. ENTERPRISES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6878.

Alan Crum
Document Specialist

Letter Number: 299A00031572

ARTICLES OF INCORPORATION

of

KAREN P. ROGERS, P.A.

FILED
99 AUG -4 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Karen P. Rogers, P.A.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State. *The business will be accounting.*

FOURTH: Authorized Shares.

NUMBER: The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of Capital Stock with a par value of \$1.00 per share.

INITIAL ISSUE: 100 shares of the Capital Stock with a par value of \$1.00 per share.

STATED CAPITAL: The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

DIVIDENDS: The holders of outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

NO CLASSES OF STOCK: The shares of the corporation are not to be divided into classes.

NO SHARE IN SERIES: The corporation is not authorized to issue shares in a series.

FIFTH: The principal place of business and address of the Corporation is 9801 Seminole Boulevard, Seminole, Florida 33772. The office and address in Florida of the initial registered office of the corporation is: 9801 Seminole Boulevard, Seminole, Florida 33772, and the name of the initial registered agent at such address is Stephen E. Bailey, Esquire.

SIXTH: The initial board of directors shall consist of not less than one (1) nor more than seven (7) members, as set forth in the By-Laws, who need not be residents of the State of Florida or shareholders of the corporation.

SEVENTH: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified as follows:

<u>NAME</u>	<u>ADDRESS</u>
Karen P. Rogers	9801 Seminole Boulevard Seminole, Florida 33772


EIGHTH: The name and address of the initial incorporator is: Stephen E. Bailey, Esquire, 9801 Seminole Boulevard, Seminole, Florida 33772.

NINTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder meeting, with not less than a two-thirds vote of common stock.

TENTH: The holders of common stock of this corporation shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this corporation as may be issued for money or any property or services from time to time, 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 shares of common stock held by the holder to all shares of common stock currently authorized and issued.

ELEVENTH: The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his/her shares, and to distribute them among as many candidates as he/she may wish. Notice must be given by any shareholder to the President or Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his/her vote at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Seminole, Florida on the 2nd day of August, 1999.



Stephen E. Bailey
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Stephen E. Bailey, to me well known and known to me to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Seminole, in said County and State, this 2nd day of August, 1999.

NOTARY PUBLIC

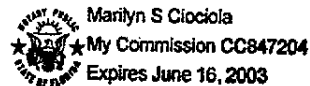
Sign: Marilyn S. Ciociola

Print: Marilyn S. Ciociola

State of Florida at Large

My Commission Expires:

(Seal)



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

* * * * *

Pursuant to Chapter 48.091, Florida statutes, the following is submitted
compliance with said Act:

FIRST: Karen P. Rogers, P.A., desiring to organize under the laws of the
State of Florida with its principal office as indicated in the Articles of Incorporation at:
9801 Seminole Boulevard, Seminole, Florida 33772, has named STEPHEN E.
BAILEY as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation at 9801 Seminole Boulevard, Seminole, Florida, I hereby accept to act in
this capacity, and agree to comply with the provision of said Act relative to keeping
open said office.



Stephen E. Bailey
Resident Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG -4 AM 8:35

FILED