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**Florida Department of State**

Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.**

**ensemble partners, inc.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation*

**ARTICLE 1**

The name of the corporation shall be:

**ENSEMBLE PARTNERS, INC.**

**ARTICLE 2**

This corporation shall commence existence upon the filing of the Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

**ARTICLE 3**

The principal place of business and mailing address of this corporation shall be:

**4956 Orange Grove Way  
Palm Harbor, FL 34684**

**ARTICLE 4**

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

1. Transact any and all lawful business.
2. Said corporation shall further have powers:

To have perpetual succession by its corporate name;

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To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

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To transact any and all lawful business that the board of directors shall find will be in and of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any and all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent permitted by Florida Statute §607.014;

### ARTICLE 5

The aggregate number of shares which this corporation shall have authority to issue is the total sum of

1,000 shares,

having an individual par value of

\$ .01.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only (1) class of stock of this corporation.

### ARTICLE 6

The name and address of the initial registered agent of this corporation shall be:

Scott D. Lehman, Esquire  
1140 Queen Palm Court  
Hollywood, FL 33019

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**ARTICLE 7**

The initial board of Directors shall consist of a total of 3 persons and the name and address of the persons who are to serve as initial directors are:

Bob Cefail  
4956 Orange Grove Way  
Palm Harbor, FL 34684

Scott Lehman  
1140 Queen Palm Court  
Hollywood, FL 33019

Dennis Dubin  
PO Box 21  
Merion, PA 19066

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**ARTICLE 8**


The name and street address of the incorporator to these Articles of Incorporation shall be:

Scott D. Lehman, Esquire  
1140 Queen Palm Court  
Hollywood, FL 33019

The undersigned incorporator has executed these Articles of Incorporation this 23rd day of August, 1999.

  
Incorporator Signature

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.

  
Registered Agent Signature

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