

**P99000078611**

**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.**

**((H99000022078 2)))**

**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

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

*More*  
**options plus, inc**

Certificate of Status	0
Certified Copy	1
Page Count	09
Estimated Charge	\$78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP -2 PM 1:46

B. McKnight SEP 02 1999



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 2, 1999

EMPIRE

*& More*

SUBJECT: OPTIONS ~~PLUS, INC.~~  
REF: W99000020400

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

THE FAX AUDIT NUMBERS MUST BE CONSISTENT.

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.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H99000022078  
Letter Number: 999A00043782

(9)

H99000022078

ARTICLES OF INCORPORATION

OF

OPTIONS & MORE, INC.

ARTICLE I- NAME

The name and address of this corporation is as follows:

OPTIONS & MORE, INC.  
13311 S.W. 124th Street  
Miami, Florida 33186

ARTICLE II- DURATION

The duration of this corporation shall be perpetual commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III- PURPOSE

This corporation is organized for the following purposes:

SECTION 1. In general to have and exercise any and all powers that corporations have and may exercise under the laws of the State of Florida and as the same may be amended, except such powers as are inconsistent with the express provisions of these Articles.

SECTION 2. To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

Prepared by:

Anthony J. Blaty, Esq.  
Fla. Bar No. 006779  
11151 S.W. 100th Ave.  
Miami, Florida 33176  
(305) 232-5975

H99000022078

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP -2 PM 1:46

1199000022078

SECTION 3. To have a corporate seal, which may be altered at pleasure, and to use the name by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

SECTION 4. 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.

SECTION 5. 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.

SECTION 6. To lend money to, and use its credit to assist its officers and employees in accordance with Section 604.141, Florida General Corporation Act.

SECTION 7. To purchase, take, receive, subscribed 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, municipality or of any instrumentality thereof.

SECTION 8. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the

H99000022078

H99000022078

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.

SECTION 9. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

SECTION 10. To conduct its business, carry on its operations and have offices and exercise the powers granted by this Act within or without this State.

SECTION 11. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

SECTION 12. To make and alter by-laws, not inconsistent with its Articles of Incorporation, or with the laws of this State, for the administration and regulation of the affairs of the corporation.

SECTION 13. To make donations for the public welfare or for charitable, scientific, or educational purposes.

SECTION 14. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

SECTION 15. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

H99000022078

H99000022078

SECTION 16. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

SECTION 17. To have and exercise all powers necessary or convenient to effect its purpose.

SECTION 18. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

#### ARTICLE IV- CAPITAL STOCK

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

#### ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

IRIS HIRANO  
13311 S.W. 124th St.  
Miami, Florida 33186

#### ARTICLE VI- INITIAL DIRECTORS

This corporation shall initially have (1) director. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1).

H99000022078

H99000022078

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

IRIS HIRANO  
13311 S.W. 124th St.  
Miami, Florida 33186

ARTICLE VII- INCORPORATORS

The name and address of the person signing these Articles is:

IRIS HIRANO  
13311 S.W. 124th St.  
Miami, Florida 33186

ARTICLE VIII- MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE IX- INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X- SHAREHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

5 H99000022078

H99000022078

ARTICLE XI- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have the power to be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XII- AMENDMENTS

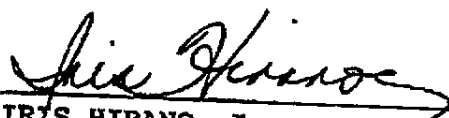
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XIII- MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, the shareholders of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on this 24 day of August, 1999.

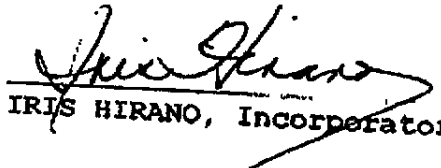
H99000022078

  
IRIS HIRANO, Incorporator



H99000022078


In compliance with Section 48.091, Florida Statutes, the undersigned incorporator states that OPTIONS & MORE, INC. desires to organize under the laws of the State of Florida with its principal place of business located at 13311 S.W. 124th Street, Miami, FL 33186 and designates IRIS HIRANO as its Registered Agent to accept service of process within Florida.

  
IRIS HIRANO, Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP -2 PM 1:46

Dated: August 24, 1999.

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 the provisions of all statutes relative to the proper and complete performance of my duties.

  
IRIS HIRANO, Registered Agent

DATE: August 24, 1999.

STATE OF FLORIDA     )  
COUNTY OF DADE     )

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared IRIS HIRANO who are personally known to me and who executed the

H99000022078

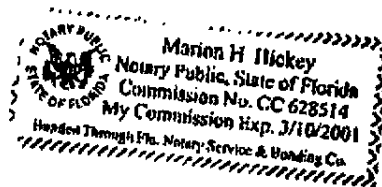
H99000022078

foregoing Articles of Incorporation, and acknowledged before me under oath that she executed these Articles of Incorporation, and presented proper identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, on this 24<sup>th</sup> day of August, 1999.

*Marion H. Hickey*  
 NOTARY PUBLIC, State of  
 Florida, at Large

My commission expires:



H99000022078