

ACCOUNT NO. : 072100000032

REFERENCE :

COST LIMIT : \$ 78.75

ORDER DATE: September 9, 1999

ORDER TIME: 11:16 AM

ORDER NO. : 368891-005

000002982880-

CUSTOMER NO: 81517A

CUSTOMER: Ms. Ileana E. Garcia

FERRELL SCHULTZ CARTER & FERRELL SCHULTZ CARTER & Miami Center, Suite 1920 201 S. Biscayne Boulevard

Miami, FL 33131

DOMESTIC FILING

NAME: FERRELL & BELLAS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

\_\_\_ PLAIN STAMPED COPY \_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

W99-20874

EXAMINER'S INITIALS:



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

SECRETARY OF STATE OLVISION OF CORPORATIONS

99 SEP -9 PM 1:44

September 10, 1999

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: FERRELL & BELLAS, INC.

Ref. Number: W99000020874



We have received your document for FERRELL & BELLAS, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 099A00044755

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

**OF** 

99 SEP -9 PM 1: 44

#### FERRELL & BELLAS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be: FERRELL & BELLAS, INC.

The principal place of business of this corporation shall be 201 South Biscayne Boulevard, Suite 1920, Miami, Florida 33131.

### ARTICLE IL NATURE OF BUSINESS

The purpose of this corporation is to engage in or transact any lawful activity or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

#### ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 201 South Biscayne Boulevard, Suite 1920, Miami, Florida 33131, and the name of the initial registered agent of the corporation at that address is Ileana E. Garcia.

### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

# ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

MILTON M. FERRELL, JR., President ALBERT C. BELLAS, Vice President/Secretary 201 South Biscayne Blvd. Suite 1920 Miami, FL 33131

## ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

ILEANA E. GARCIA, Esq. Ferrell Schultz Carter & Fertel, P.A. 201 South Biscayne Blvd. Suite 1920 Miami, FL 33131

# ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director to the full extent permitted by law.

# ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this \_\_\_\_\_\_ day of September 1999.

ILEANA E. GARCIA, Incorporator

STATE OF FLORIDA	) )SS:
COUNTY OF MIAMI-DADE	)
BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared to be 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 set my hand and seal in the State and County above, this day of September 1999.	
	Notary Public State of Florida
	Mirta J. Quilez
	Printed Notary Signature

My Commission Expires:

OFFICIAL NOTARY SEAL
MIRTA J QUILEZ
OTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC504132
MY COMMISSION EXP. OCT. 23,1999

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

# CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

99 SEP -9 PM 1:44

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office /Registered Agent in the State of Florida.

- The name of the Corporation is: FERRELL & BELLAS, INC.
- 2. The name of the Registered Agent and address of the Registered Office is:

ILEANA E. GARCIA

201 South Biscayne Boulevard, Suite 1920

Miami, FL 33131

Ileana E. Garcia

Title: Incorporator

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 that 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 obligation of my position as Registered Agent.

Ileana E. Garcia

Registered Agent

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Ileana E. Garcia, to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same and that he is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 6 day of September, 1999.

Notary Public State of Florida

Printed Notary Signature

My Commission Expires:

OFFICIAL NOTARY SEAL MIRTA J QUILEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC504132 MY COMMISSION EXP. OCT. 23,1999