

LAW OFFICE

KEITH A. JAMES

P99080086916

September 27, 1999

FILED  
99 SEP 28 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VIA OVERNIGHT MAIL

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

100002998241--8  
-09/28/99-01052--007  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: WEMBA PARTNERS, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with this firm's check in the amount of \$122.50, representing payment for the following expenses:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>52.50</u>
<b>Total</b>	<b>\$122.50</b>

Please return the certified copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

Sincerely,

KEITH A. JAMES

KAJ/jmd  
Enclosures

cc: Mr. Bruce Tannanbaum

KEITH A. JAMES, P.A.  
5725 Corporate Way, Suite 106  
West Palm Beach, Florida 33407  
Phone (561) 686-4500 • Fax (561) 686-4058

10-1  
WJC

**ARTICLES OF INCORPORATION**

**OF**

**WEMBA PARTNERS, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is **WEMBA PARTNERS, INC.**

**ARTICLE II**

**DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III**

**PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address of the Corporation shall be 5586 High Flyer Road North, Palm Beach Gardens, Florida 33418.

**ARTICLE IV**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

## **ARTICLE V**

### **CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of common stock with \$0.01 par value per share.

## **ARTICLE VI**

### **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 5725 Corporate Way, Suite 106, West Palm Beach, Florida 33407. The name of the initial registered agent of the Corporation at that address is KEITH A. JAMES, ESQ.

## **ARTICLE VII**

### **INITIAL DIRECTOR**

The name and street address of the initial director of the Corporation is as follows:

	<u>Name:</u>	<u>Address:</u>
1.	Bruce Tannenbaum	5586 High Flyer Road North Palm Beach Gardens, Florida 33418
2.	Chris Hersh	5586 High Flyer Road North Palm Beach Gardens, Florida 33418

**ARTICLE VIII**

**BYLAWS**

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

**ARTICLE IX**

**INCORPORATOR**

The name and street address of the incorporator is as follows:

Name:

Address:

KEITH A. JAMES, ESQ.

5725 Corporate Way, Suite 106  
West Palm Beach, Florida 33407

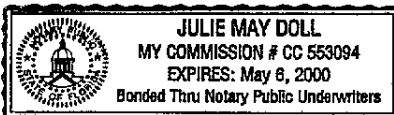
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
this 27th day of September, 1999.

KEITH A. JAMES, ESQ.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 27th day of  
September, 1999, by KEITH A. JAMES, ESQ., who:

- [ ☒ ] is personally known to me; or  
[     ] has produced identification: \_\_\_\_\_



Julie M. Doll  
Notary Public, State of Florida

Julie M. Doll  
(Print, Type or Stamp Commissioned Name of Notary Public)

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I, **KEITH A. JAMES, ESQ.**, am familiar with and accept the obligations of the appointment as the initial registered agent of **WEMBA PARTNERS, INC.**, as made in the foregoing Articles of Incorporation.

DATED this 27th day of September, 1999.

By: \_\_\_\_\_

**KEITH A. JAMES, ESQ.**

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99 SEP 28 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304