

TRANSMITTAL LETTER

P99000090743

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

600003011496--5  
-10/11/99--01097-018  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: CORAL GABLES FINANCIAL CENTER, INC  
(Proposed corporate name - must include suffix)

FILED  
OCT 11 AM 3:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: S. SHAWN KHOSRAVI  
Name (Printed or typed)

299 Alhambra Circle Ste 404  
Address

Coral Gables FL 33134  
City, State & Zip

305-461-0667  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**CORAL GABLES FINANCIAL CENTER, INC.**

**FILED**  
**99 OCT 11 PM 3:23**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is: **CORAL GABLES FINANCIAL CENTER, INC.**

**ARTICLE II**

**DURATION**

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

**ARTICLE III**

**PURPOSE**

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE IV**  
**CAPITAL STOCK**

The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares for capital stock with a par value of \$1.00 per share.

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. The shares of the corporation are not to be divided into classes.

**ARTICLE V**  
**DIVIDENDS**

The holders of the 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.

**ARTICLE VI**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of his corporation, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII**  
**PRINCIPAL PLACE OF BUSINESS**

The principal office of the corporation shall be located at:

299 Alhambra Circle  
Suite 404  
Coral Gables, Florida 33134

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the corporation is:

299 Alhambra Circle  
Suite 404  
Coral Gables, Florida 33134

The name and address of the initial registered agent of the corporation is:

**S. SHAWN KHOSRAVI**  
299 Alhambra Circle  
Suite 404  
Coral Gables, Florida 33134

**ARTICLE IX**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by the by-laws. The name(s) and address(es) of the initial directors of this corporation is/are:

**S. SHAWN KHOSRAVI**  
299 Alhambra Circle  
Suite 404  
Coral Gables, Florida 33134

**ERASMO ANDRES GUILARTE**  
524 Fernwood Road  
Key Biscayne, Florida 33149

**Ezzatollah Khosravi**  
10331 Quito St.  
Cooper City, Florida 33026

**Kent Charles Hines**  
504 Navarre  
Coral Gables, Florida 33134

**ARTICLE X**

**INCORPORATORS**

The name(s) and address(s) of the person(s) signing these Articles is/are:

**S. SHAWN KHOSRAVI**  
299 Alhambra Circle  
Suite 404  
Coral Gables, Florida 33134

**ARTICLE XI**

**ACTIONS OF DIRECTORS WITHOUT MEETING**

The directors of this corporation may take action by written consent as provided by law.

**ARTICLE XII**

**MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

**ARTICLE XIII**  
**INDEMNIFICATION**

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

**ARTICLE XIV**  
**AMENDMENT**

The corporation reserves this right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 7<sup>th</sup> day of October, 1999.

  
\_\_\_\_\_  
S. SHAWN KHOSRAVI

STATE OF FLORIDA            }  
  } SS:  
COUNTY OF MIAMI-DADE    }

Before me, the undersigned authority, personally appeared, S. SHAWN KHOSRAVI, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 7 day of October, 1999.

NOTARY PUBLIC, STATE OF FLORIDA

Print Name: ELSA BARROS

My Commission Expires:

*Elsa Barros*



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

FILED  
99 OCT 11 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with section 48.091, FLORIDA STATUTES, the following is submitted:  
That **CORAL GABLES FINANCIAL CENTER, INC.**, desiring to organize or qualify under  
the laws of the State of Florida, with its principal place of business at City of Miami, State of  
Florida, has named **CORAL GABLES FINANCIAL CENTER, INC.**, located at 299 Alhambra  
Circle, Suite 404, Miami, Florida 33134, as its agent to accept service of process within Florida.

  
S. SHAWN KHOSRAVI

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.

Dated this 7<sup>th</sup> day of October, 1999.

  
S. SHAWN KHOSRAVI