

TRANSMITTAL LETTER

PG9000101943

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

EFFECTIVE DATE
1-1-2000

400003048694--4
-11/18/99--01062--010
*****78.75 *****78.75

SUBJECT: Wolff & Company, Inc.
(Proposed corporate name - must include suffix)

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: Jeff Wolff
Name (Printed or typed)
1585 NE 169 Street
Address
North Miami Beach, FL 33162
City, State & Zip
561-714-1192
Daytime Telephone number

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

99 NOV 18 AM 11:30

FILED

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

AM 11-22-99

EFFECTIVE DATE
1-1-2000

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 I-NAME

The name of the corporation shall be: **Wolff & Company, Inc.**

ARTICLE II-PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
1585 N.E. 169th Street
North Miami, Florida 33162

ARTICLE III-PURPOSE OF THE CORPORATION

The purpose of this corporation is to transact any and all lawful business

ARTICLE IV- SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **1,000 shares of Common Stock having a nominal or par value of \$10 per share**

ARTICLE V-PREEMPTIVE RIGHTS

Every stockholder, upon sale for cash of any new stock in this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Sara Wolff
1585 N.E. 169th Street
North Miami, Florida 33162

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall initially have two (2) directors. The names and address of the directors of this corporation are:

Jeff Wolff
1585 N.E. 169th Street
North Miami, Florida 33162

Sara Wolff
1585 N.E. 169th Street
North Miami, Florida 33162

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TALLAHASSEE, FLORIDA

ARTICLE VIII-INDEMNIFICATION

The corporation shall indemnify any officers or directors to the full extent permitted by law.

ARTICLE IX-I.R.C. STOCK PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations thereunder. such actions as are necessary will be taken by the appropriate officers of the Corporation to accomplish this compliance.

ARTICLE X-EFFECTIVE DATE OF THIS CORPORATION

The effective date of this corporation shall be: Jan 1st, 2000

ARTICLE XI-AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to the same reservation.

ARTICLE XII-INCORPORATOR

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

Jeff Wolff
1585 N.E. 169th Street
North Miami, Florida 33162

FILED
99 NOV 18 AM 11:31
STATE OF FLORIDA
TALLAHASSEE

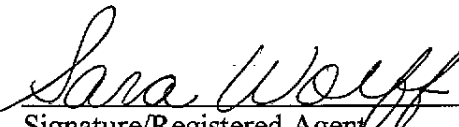


Signature/Incorporator

11/15/99

Date

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.



Signature/Registered Agent

11-15-99

Date

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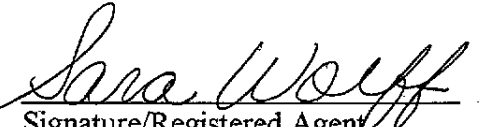


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