

P99000108747

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.**

(((H99000032071 5)))

**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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 16 PM 2:03

**FLORIDA PROFIT CORPORATION OR P.A.****nightingale gardens, inc.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

B. McKnight DEC 16 1999



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 16, 1999

EMPIRE

SUBJECT: NIGHTINGALE GARDENS, INC.  
REF: W99000028700

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.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 487-6925.

Angela Howell  
Document Specialist

FAX Aud. #: H99000032071  
Letter Number: 199A00059141

H99000032071

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 16 PM 2:03

④

ARTICLES OF INCORPORATION  
OF  
NIGHTINGALE GARDENS, INC.

ARTICLE I. NAME

The name of the corporation is NIGHTINGALE GARDENS, INC.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is one hundred (100) shares of capital stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

Prepared By:  
Frank Perez-Siam, Esq.  
Fla. Bar No. 0768911  
265 Sevilla Avenue  
Coral Gables, FL. 33134  
(305) 447-6609

H99000032071

H99000032071

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida is 265 Sevilla Avenue, Coral Gables, Florida 33134 and the initial registered agent of this corporation at such address is Frank Perez-Siam, Esquire.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.

  
Frank Perez-Siam, Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
DEC 16 PM 2:07

ARTICLE VI. INCORPORATORS

The names and addresses of the subscribers signing these Articles, is set forth below

Frank Perez-Siam, Esq.  
Fla. Bar No. 0768911  
265 Sevilla Avenue  
Coral Gables, FL. 33134

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 1753 Michigan Avenue, Miami Beach, Florida 33139.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Florence Black	1753 Michigan Avenue Miami Beach, Florida 33139

ARTICLE XI. AMENDMENT


The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation or any amendment hereto, in the manner now or hereafter prescribed by Statute, and any or all rights conferred upon the Shareholders hereingranted as subject to this reservation.

H99000032071

TOTAL P.05

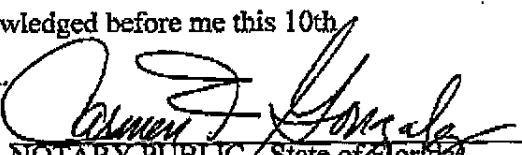
H99000032071

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 10th day of December, 1999.

  
Frank Perez-Siam

STATE OF FLORIDA }  
COUNTY OF DADE }SS

The foregoing instrument was acknowledged before me this 10th day of December 1999 by Frank Perez-Siam.

  
NOTARY PUBLIC / State of Florida

Personally known ☒ OR Produced Identification ☐  
Type of Identification Produced \_\_\_\_\_



CARMEN F. GONZALEZ  
COMMISSION # CC628842  
EXPIRES APR 18, 2001  
BONDED THROUGH  
ATLANTIC BONDING CO., INC

H99000032071