

Charter Number Only

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VALIDATION ONLY

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500004272865--4  
-05/21/01--01027--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

PAL INC

RECEIVED  
01 MAY 21 AM 9:14  
DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028

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TALLAHASSEE FLORIDA

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CERTIFIED COPY

WOL-11459  
RS 5/21/01



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 21, 2001

EMPIRE

MIAMI, FL

SUBJECT: PAL, INC.  
Ref. Number: W01000011459

We have received your document for PAL, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Smith  
Document Specialist  
New Filings Section

Letter Number: 301A00030975

RECORDED  
01 MAY 24 AM 9 14  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF  
ASKPAL, INC."

01 MAY 24 AM 11:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, being a natural person of the age of 18 years or more, acting as an incorporator of a corporation (hereinafter referred to as the "Corporation") under the provisions of the Florida Business Corporation Act, adopts the following Articles of Incorporation for a business corporation.

Article 1: The name of the Corporation is:

**ASKPAL, INC.**

Article 2: The period of duration of the Corporation is perpetual.

Article 3: The lawful purpose for which the Corporation is organized shall include the transaction of any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

Article 4: The number of shares which the Corporation is authorized to issue is 300 shares all of which of the par value of \$1.00 each and classified as Common Shares.

Article 5: The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of at least Three Hundred Dollars (\$300), consisting of money, labor done, or property actually received.

Article 6: The street address of the principal office of the Corporation and its mailing address is 2650 Bird Avenue, Miami, Florida 33133. The name of the registered agent of the Corporation is Paul A. Levine, 2650 Bird Avenue, Miami, Florida 33133.

Article 7: The number of directors constituting the initial Board of Directors is One (1), and the names and the addresses of the individuals who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

NAME

ADDRESS

Paul A. Levine

2650 Bird Avenue, Miami, Florida 33133.

Article 8: Shareholders of the Corporation shall have no preemptive right to acquire additional, unissued, or treasury shares of the Corporation.

Article 9: Cumulative voting of shares of stock is not authorized in the election

of directors.

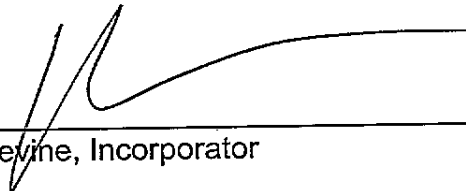
Article 10: The personal liability of all of the directors of the Corporation is hereby eliminated to the fullest extent allowed as provided by Section 607.0831 of the Florida Business Corporation Act, as the same may be supplemented and amended.

Article 11: The Corporation agrees to indemnify the directors to the fullest extent permitted by Section 607.0850 of the Florida Business Corporation Act for any monetary liability incurred, any suit or proceeding arising out of service as a director of the Corporation while acting in good faith to further what were reasonably believed to be the best interests of the Corporation. However, indemnification will not be available when directors are found liable for intentional misconduct or illegal acts.

Article 12: Any action required or permitted by the Florida Business Corporation Act to be taken at any annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who would have been entitled to notice of the shareholders meeting if the action had been taken at a meeting and who have not consented in writing.

Article 13: The name and address of the incorporator is Paul A. Levine, 2650 Bird Avenue, Miami, Florida 33133.

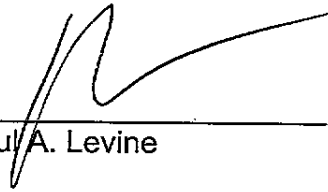
Dated this 18th day of May, 2001

  
\_\_\_\_\_  
Paul A. Levine, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for <sup>ASK PAL</sup> , Inc. at the place designated in the Articles of Incorporation, Paul A. Levine is familiar with and accepts the duties and responsibilities as Registered Agent in compliance with the provisions of Section 607.0501 (3), Fla. Stat. (1992), relative to keeping open such office until such time as it shall notify the Corporation of its resignation.

Dated this 18th day of May, 2001.

By:   
Paul A. Levine

**FILED**  
01 MAY 24 AM 11:21  
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TALLAHASSEE FLORIDA