

TRANSMITTAL LETTER

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Department of State
Division of Corporations
P. O. Box 63
Tallahassee, FL 32314

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-08/16/02--01052--002
*****70.00 *****70.00

SUBJECT:

Ameripos Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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:

Ameripos

Name (Printed or typed)

1250 E. HALLANDALE BEACH BLVD
Address Suite 505

HALLANDALE FL 33009
City, State & Zip

866 441 4767
Daytime Telephone number

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

02 AUG 16 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

**ARTICLES OF INCORPORATION
OF
AMERI P.O.S. INC.**

FILED
02 AUG 16 AM 11:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation is a natural person, competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes; and further does agree to the following conditions of said corporation:

ARTICLE 1 - NAME

The name of the Corporation is: **AMERI P.O.S. INC.**

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation is organized for the following purpose or purposes: to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - INITIAL CORPORATE ADDRESS

The address of the principle office of this Corporation is **1250 E. Hallandale Beach Blvd. Suite 505 Hallandale, Florida 33009**

ARTICLE 4 - INCORPORATOR

The name and street address of the Incorporator executing these Articles of Incorporation is as follows:

**Richard Nye
1250 E. Hallandale Beach Blvd. Suite 505
Hallandale, Florida 33009**

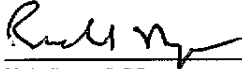
ARTICLE 5- CAPITAL STOCK

This corporation is authorized to issue a maximum of 100 shares of stock. The shares of stock authorized shall be common stock, having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE 6 - INITIAL AGENT AND INITIAL REGISTERED OFFICE

The Corporations initial registered agent and registered office in the State of Florida shall be Richard Nye, 1250 E. Hallandale Beach Blvd

I herby am familiar with and accept the duties and responsibilities as Registered Agent.



Richard Nye

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) director at any time. The name and office address of each member of the first Board of Directors are: Richard Nye 1250 E. Hallandale Beach Blvd. Suite 505 Hallandale, Florida 33009

ARTICLE 8- AMENDMENTS

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

ARTICLE 9 - COMMENCEMENT DATE

Corporation existence will commence on the date of the Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE 10 - TERMS OF EXISTENCE

This corporation is to exist perpetually.

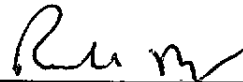
ARTICLE 11 - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE 12 - SPECIAL PROVISION

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

THE UNDERSIGNED Incorporator for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein contained are stated true.



Richard Nye

FILED
02 AUG 16 AM 11:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA