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From: Account Name : FAS-T CORP. AGENTS, INC.
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SECRETARY OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.

REPWorld (USA) INC.

Attn: Donna Graves

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 18, 2003

FAS-T CORP. AGENTS, INC.

SUBJECT: REPWORLD (USA) INC.
REF: W03000038585

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.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6930.

Donna Graves
Document Specialist
New Filings Section

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**ARTICLES OF INCORPORATION
OF
REP WORLD (USA) INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME.

The name of the corporation shall be: RepWorld (USA) Inc.

ARTICLE II. ADDRESSES.

The address of the principal office of this corporation shall be 4700 Sheridan Street, Bldg N, Hollywood FL 33021 and the mailing address of the corporation shall be the same. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE III. NATURE OF BUSINESS.

This corporation may engage or transact in any and all lawful activities and businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK.

The maximum 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 \$.01 par value per share. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, other than stock or securities, in lieu thereof, at a just valuation to be fixed by the board of directors of this corporation.

ARTICLE V. REGISTERED AGENT AND OFFICE.

The street address of the initial registered office of the corporation shall be 2501 Sunset Drive, Miami Beach, Florida 33140 and the name of the initial registered agent of the corporation at that address is Cheryl Julien Kaufman.

Prepared by:
Cheryl Julien Kaufman, Esq.
Cheryl Julien Kaufman
2301 Sunset Drive
Miami Beach, FL 33140
(305) 538-5380
FL Bar No. 623679

ARTICLE VI. INCORPORATOR.

The name and street address of the incorporator to these Articles of Incorporation is: Cheryl Julien Kaufman, P.A., 2301 Sunset Drive, Miami Beach, FL 33140.

IN WITNESS WHEREOF, the undersigned agent of Cheryl Julien Kaufman, P.A. has hereunto set her hand and seal on December 17, 2003.

Cheryl Julien Kaufman, P.A.

By: *Cheryl Julien Kaufman, Pres.*
Cheryl Julien Kaufman, Pres.

ACCEPTANCE OF REGISTERED AGENT

Cheryl Julien Kaufman having a business office identical with the registered agent of the corporation named above and having been designated as the registered agent in the foregoing Articles, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505, Florida Statutes.


Cheryl Julien Kaufman