

P45000058007

JONATHAN KLINE, P.A.

ATTORNEY AT LAW

Pembroke Pines Professional Center
9050 Pines Boulevard
Suite 450
Pembroke Pines, Florida 33024
(305) 435-5291
Facsimile (305) 435-7877

July 24, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-07/25/95--01092--006
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed is the Articles of Incorporation for Sand Dollar Enterprises, Inc. I have enclosed a check for \$78.75 which will cover:

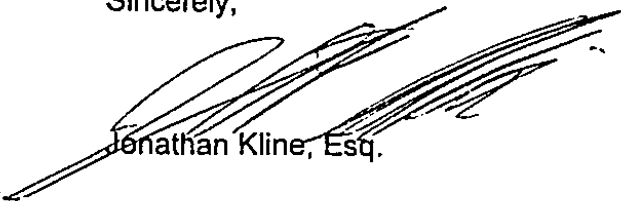
- 1) Filing of the Articles of Incorporation for Sand Dollar Enterprises, Inc.,
- 2) The designation of and acceptance by the registered agent, and
- 3) Certificate of Status for Sand Dollar Enterprises, Inc.

I have enclosed a copy so that it may be "clocked in" and sent back to my law firm:

Jonathan Kline, P.A.
Jonathan Kline, Esq.
Attorney At Law
Pembroke Pines Professional Center
9050 Pines Boulevard
Suite 450
Pembroke Pines, Florida 33024

If you have any questions please do not hesitate to contact my office.

Sincerely,


Jonathan Kline, Esq.

FILED
95 JUL 25 PM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-1
1005

ARTICLES OF INCORPORATION
OF

FILED

95 JUL 25 PM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SAND DOLLAR ENTERPRISES, INC.

The undersigned Subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is SAND DOLLAR ENTERPRISES, INC.

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 (one thousand) shares of common stock having a nominal or par value of \$1.00 One Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.00.

Initialed by Richard Arnold 

Initialed by Laura Castro 

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(305) 435-5291 Facsimile (305) 435-7877

ARTICLE V

TERM OF EXISTENCE

This corporation shall have a perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of the State of Florida.

ARTICLE VI

OFFICE ADDRESS

The initial office address of the principal office of this corporation in the State of Florida is 3328 NE 11th Avenue, Fort Lauderdale, Florida 33334. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII

MAILING ADDRESS

The Board of Directors may at any time without notice to the shareholders change the mailing address of this corporation and this address may be different than the "office address" as reflected in Article VI of these articles.

ARTICLE VIII

DIRECTORS


This Corporation shall never have less than one director. The number of directors may be either increased or diminished from time to time by the By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE IX

BOARD OF DIRECTORS

The names and post office addresses of the Board of Directors are:

Initialed by Richard Arnold 

Initialed by Laura Castro 

JONATHAN KLINE, P.A. • Pembroke Pines Professional Center • 9050 Pines Boulevard • Suite 450 • Pembroke Pines, Florida 33024

(305) 435-5291 Facsimile (305) 435-7877

OFFICE	NAME	ADDRESS
President	Laura Castro	4344 NW 9th Avenue Box 169 Pompano Beach, Florida 33064
Secretary	Richard Arnold	9015 Avon Street Suite 2015 Montreal-West Quebec, Canada H4Y2G8
Intentionally left blank.	xxxxxxxxxxxx	xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx

ARTICLE X

SUBSCRIBER

The names and post office address of the subscribers of these articles of incorporation, the number of shares of stock that have been agreed to, and the value of the consideration therefore is:

NAME & SHARES	CONSIDERATION	ADDRESS
Laura Castro 500 Shares	\$50.00 (fifty dollars) & services rendered	4344 NW 9th Avenue Box 169 Pompano Beach, Florida 33064
Richard Arnold 500 Shares	\$50.00 (fifty dollars) & services rendered	9015 Avon Street Suite 2015 Montreal-West Quebec, Canada H4Y2G8
Intentionally left blank.	xxxxxxxxxxxx	xxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxxx

Initialed by Richard Arnold 

Initialed by Laura Castro 

ARTICLE XI

AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by two thirds of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation made.

ARTICLE XII

REGISTERED OFFICE AND REGISTERED AGENT

That *Sand Dollar Enterprises, Inc.*, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Fort Lauderdale, the County of Broward, State of Florida, hereby designates Jonathan Kline, Esquire, as its Registered Agent, to accept service of process within the State. The registered agents' address shall be known as the registered office and is located at Pembroke Pines Professional Center, 9050 Pines Boulevard, Suite 450, Pembroke Pines, Florida 33024.

ARTICLE XIII

INCORPORATOR

The name and business address of the person signing these Articles of Incorporation is:

Laura Castro
4344 NW 9th Avenue
Box 169
Pompano Beach, FL 33064

WITNESS the hand and seal of the incorporator in Broward County, State of Florida, this 22nd day of July, 1995.

Initialed by Richard Arnold 

Initialed by Laura Castro 

JONATHAN KLINE, P.A. • Pembroke Pines Professional Center • 9050 Pines Boulevard • Suite 450 • Pembroke Pines, Florida 33024

(305) 435-5281 Facsimile (305) 435-7877

Laura Castro
Laura Castro

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared **Laura Castro**, who is personally known to me or who provided a Florida Drivers License or _____, as identification and who executed the foregoing instrument and acknowledged before me that she executed the same.

WITNESS my hand and seal at, Broward County, Florida this 22nd day of July, 1995.

[Signature]

Notary Public



Initialed by Richard Arnold *[Signature]*


Initialed by Laura Castro *[Signature]*

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY
BE SERVED**

In compliance with Section 48.091, of the Florida Statutes, the following is submitted:

That SAND DOLLAR ENTERPRISES. INC., desiring to organize under the laws of the State of Florida, with its principal place of business at the City of Fort Lauderdale, State of Florida, has named Jonathan Kline, Esq., located at the Pembroke Pines Professional Center, 9050 Pines Boulevard, Suite 450, Pembroke Pines, Florida 33024 as its Registered Agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties for a period of 1 (one year) from the filing date of this document with the Secretary of State.


Jonathan Kline, Esq.

Date: 7-22-95

95 JUL 25 PM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SAND DOLLAR ENTERPRISES, INC.

(A FLORIDA CORPORATION)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 14 AM 9:11


SECRETARY OF STATE
DIVISION OF CORPORATIONS

THE ARTICLES OF INCORPORATION OF THIS FLORIDA CORPORATION WERE FILED ON JULY 25 1995 THE DOCUMENT NUMBER OF THIS CORPORATION IS P95000058007

PURSUANT TO THE PROVISIONS OF SECTION 6006 FLORIDA STATUTES THIS CORPORATION ADOPTS THE FOLLOWING ARTICLE(S) OF AMENDMENT(S) TO ITS ARTICLES OF INCORPORATION

FIRST

ARTICLE 1

BOARD OF DIRECTORS

THE NAME AND ADDRESS OF THE BOARD OF DIRECTORS WHO SUBJECT TO THE PROVISION OF THE ARTICLES OF INCORPORATION OF THIS CORPORATION AND BY-LAWS OF THIS CORPORATION AND THE LAWS OF THE STATE OF FLORIDA SHALL HOLD OFFICE FOR THE ONE YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED ARE

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
PRESIDENT SECRETARY TREASURER	LAURA CASTRO	4344 NW 9TH AVENUE BOX 169 POMPANO BEACH FLORIDA 33064

SECOND

ARTICLE 2

SUBSCRIBERS AND SHAREHOLDERS

THE VALUE OF THE CONSIDERATION FOR THE SHARES OF STOCK OF THIS CORPORATION, THE NAME AND ADDRESS OF THE SUBSCRIBERS OF THESE SHARES, AND THE NUMBER OF SHARES OF STOCK THAT HAVE BEEN AGREED TO AND ISSUED ARE

<u>CONSIDERATION</u>	<u>NAME & SHARES</u>	<u>ADDRESS</u>
\$100.00 AND SERVICES RENDERED	LAURA CASTRO 1000 SHARES	4344 NW 9TH AVENUE BOX 169 POMPANO BEACH FLORIDA 33064

REC
 95 SEP 14 11:09
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THIRD

THE DATE OF EACH OF THE FOREGOING AND FOLLOWING AMENDMENTS ADOPTION IS August 20 1995

FOURTH

THE AMENDMENTS WERE APPROVED BY THE SHAREHOLDERS AND DIRECTORS THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WERE SUFFICIENT FOR APPROVAL IN WITNESS WHEREOF WE THE UNDERSIGNED INCORPORATOR AND RESIGNING DIRECTOR AND TRANSFEROR SHAREHOLDER(S) AND THE NEW DIRECTOR OFFICERS AND TRANSFEREE SHAREHOLDERS HAVE HEREUNTO SET OUR HANDS THIS August 20 1995 A D FOR THE PURPOSE OF AMENDING THE ARTICLES OF INCORPORATION OF THIS CORPORATION AT THE OFFICE OF THE SECRETARY OF STATE OF THE STATE OF FLORIDA AND CERTIFY THAT THE FACTS HEREIN STATED ARE TRUE



RICHARD ARNOLD
SECRETARY AND TRANSFEROR SHAREHOLDER



LAURA CASTRO
INCORPORATOR & DIRECTOR & TRANSFEREE SHAREHOLDER

REC'D
DIVISION OF STATE
95 SEP 14 AM 9:11

