

**BOOK 3975**

**LAZARUS CORPORATE FILING SERVICE**

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

**FILED**  
00 APR 20 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PRIMA SOURCE, INC.

(Corporation Name)

(Document #)

2. \_\_\_\_\_  
(Corporation Name)

(Document #)

3. \_\_\_\_\_  
(Corporation Name)

(Document #)

4. \_\_\_\_\_  
(Corporation Name)

(Document #)

Walk in

Pick up time 2.00

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

200003214532--6

04/19/00-01053-019

\*\*\*\*\*78.75 \*\*\*\*\*78.75

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*ALL SAME TO-10352*

SECRETARY OF STATE  
DIVISION OF CORPORATE AND  
TALLAHASSEE, FLORIDA

00 APR 19 AM 10:56

RECEIVED

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 19, 2000

LAZARUS

MIAMI, FL

SUBJECT: PRIMA SOURCE, INC.  
Ref. Number: W00000010352

We have received your document for PRIMA SOURCE, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

SEE R.A. ACCEPTANCE !!!!!

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 800A00021490

RECEIVED  
00 APR 20 AM 10: 29  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRIMA SOURCE, INC.

**FILED**  
00 APR 20 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is: **PRIMA SOURCE, INC.**

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of no par, which shall be designated as common shares.

**ARTICLE V - ADDRESS**

The street address and mailing address of the registered office of this Corporation is:

2000 South Dixie Highway, Suite 100-M  
Miami, Florida 33133

and the name of the initial registered agent of this corporation at that address is:

Michel Huysman  
Attorney at Law

who hereby is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

**ARTICLE VI - DIRECTORS**

This corporation shall have one director initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be fewer than one (1). The name and address of the initial director of this corporation is:

Mr. Ashok Kitchloo

The principal corporate office is at:

10465 N.W. 101 Street  
Miami, Florida 33172

**ARTICLE VII - SUBSCRIBERS**

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

Mr. Ashok Kitchloo, 10465 N.W. 101 Street, Miami, Florida 33172

**ARTICLE VIII - ALIENATION OF SHARES**

No shareholder of the Corporation may sell or transfer his shares to another without first offering them to the other shareholders of the Corporation, and he must offer them at the same price.

**ARTICLE IX - BY-LAWS**

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

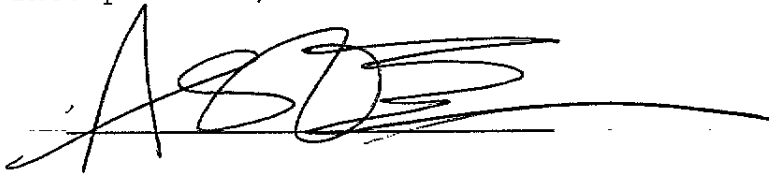
**ARTICLE X - DIRECTORS' COMPENSATION**

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of the Corporation.

**ARTICLE XI - AMENDMENT OF ARTICLES**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation,

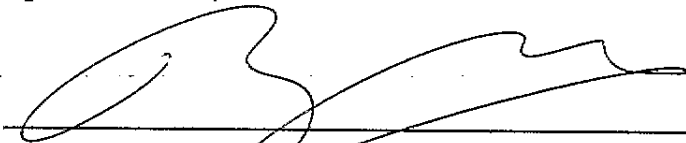


INCORPORATOR

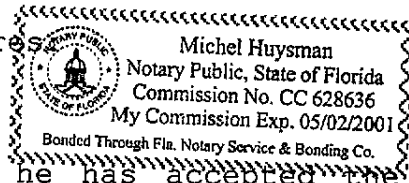
STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Ashok Kitchloo, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

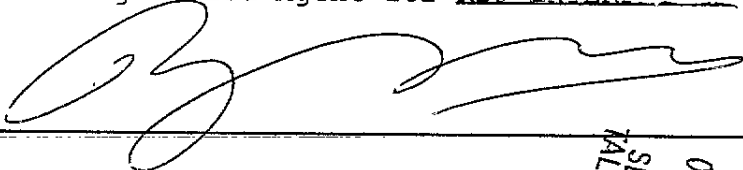
WITNESS, my hand and official seal in the County and State named above, this 10th day of APRIL, 2000.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida at Large

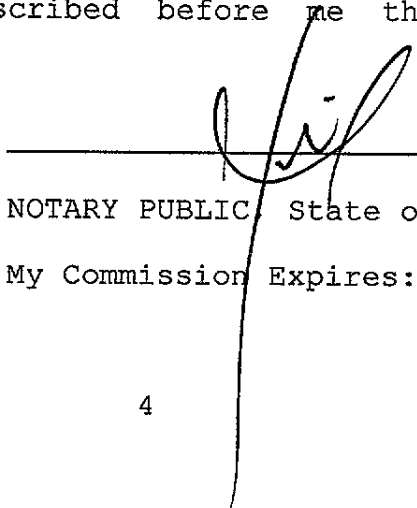
My Commission Expires:

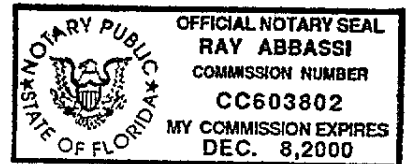


THE UNDERSIGNED hereby notifies that he has accepted the position and agrees to act as Registered Agent for PRIMA SOURCE, INC.

  
\_\_\_\_\_  
MICHEL HUYSMAN, ESQ.

SWORN TO and subscribed before me this 17th day of April, 2000.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida at Large  
My Commission Expires:



FILED  
00 APR 20 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA