

MAY-23-2000 19:02

EMPIRE CORP

305 541 3770

P.01/04

P00000051121

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000028309 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 24 PM 2:32

FILED

FLORIDA PROFIT CORPORATION OR P.A.

A AAR JJ MOOSE INSURANCE, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

H00000028309

ARTICLES OF INCORPORATION

A AAR JJ MOOSE INSURANCE, INC.

The undersigned hereby makes and subscribes to these articles of incorporation intending to form a corporation under the provisions of the Florida Statutes.

Article One:

The name of this corporation is A AAR JJ Moose Insurance, Inc.

Article Two:

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaged in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

Article Three:

The aggregate number of shares which the corporation shall have the authority to issue shall be 7,500, \$1.00 par value common shares. All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

Article Four:

The street address of the corporation shall be initially 751 W Oakland Park Blvd., Ft. Lauderdale, Fl 33311. The name of the corporation's initial registered agent is Michael S. Griffiths.

Article Five:

The number of directors constituting the initial Board of Directors of this corporation is one (1). The name and address of the initial director of the corporation is Michael S. Griffiths, 751 W Oakland Park Blvd., Ft Lauderdale, Fl 33311. The initial director may serve from time to time and may be resolution, fix the number constituting the Board of Directors, and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

Article Six:

The name and address of the incorporator is Michael S. Griffiths, 751 W Oakland Park Blvd., Ft Lauderdale, Fl 33311.

H00000028309

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 24 PM 2:33

FILED

H000 00028309**Article Seven:**

It is the intention of the corporation to indemnify its officers, directors, employees and agents to the extent permitted by section 607.014, Florida Statutes.

Article Eight:

Anything to the contrary contained in these articles of incorporation notwithstanding, if the shareholders of the corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the Board of Directors.

Article Nine:

Directors of this corporation need not be residents of the State of Florida, unless otherwise provided in the by-laws of the corporation. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation, unless otherwise provided in the by-laws.

Article Ten:

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

Article Eleven:

The corporation, its shareholder's, or any combination of the corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of the certificates representing any such names, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Article Twelve:

The effective date of this corporation shall be May 24, 2000. Dated this 23rd day of May, 2000.


Michael S. Griffiths, Incorporator

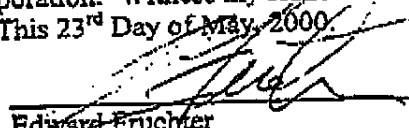
State of Florida, County of Broward:

I hereby certify that on this day, before me, a notary public duly authorized to take acknowledgements, personally appeared Michael S. Griffiths, known to me to be the person described in and who executed the foregoing articles of incorporation of A AAR

H000 00028309

H000 00028309

JJ MOOSE INSURANCE, INC., and he acknowledged before me that he subscribed to these articles of incorporation. Witness my Hand and Official Seal in the County and State Named Above, This 23rd Day of May, 2000.


Edward Fruchter

My Commission Expires: 12/13/2000
Commission No. CC591565

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

That A AAR JJ MOOSE INSURANCE, INC., desiring to organize under the laws of the State of Florida with its principal initial office as indicated in the articles of incorporation, has named Michael S. Griffiths, as the person upon whom process may be served at the following address: 751 W Oakland Park Blvd., Ft Lauderdale, FL 33311.

Acknowledgement:

Having been named to accept service of process of the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


Michael S. Griffiths

FILED
00 MAY 24 PM 2:33
OFFICE OF THE
CLERK OF THE
STATE
TALLAHASSEE, FLORIDA

H000 00028309