

Division of Corporations
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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

FLORIDA PROFIT CORPORATION OR P.A.

FERMARC 2000, INC.

Certificate of Status	0
Certified Copy	i
Page Count	06
Estimated Charge	\$78.75



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ARTICLES OF INCORPORATION OF FERMARC 2000, INC.

SECRETARY OF STATE DIVISION OF CORPORATION OF CORPO

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The Name of the corporation ("Corporation") is Fermarc 2000, Inc.

ARTICLE II TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law, and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 35 South State, Road 7, Plantation, Florida 33317.

Prepared by:

Leonard Storchevoy, Esq. 2875 NE 191st Street Suite 500 Aventura, Florida 33180 Tel: (305) 692-8888 Fla. Bar No. 0122599

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ARTICLE V AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of common stock with par value of \$0.1 each.

ARTICLE VI PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VII REGISTERED OFFICE AND AGENT

The initial street address of the Corporation's registered office is 2875 NE 191st Street. Suite 500. Aventura, Florida 33180. The initial registered agent for the corporation at that address is Leonard Storchevoy.

ARTICLE VIII DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of no fewer than one person, the exact number to be determined from time to time in accordance with the By Laws. The names and addresses of the persons who will serve on the initial Board of Directors are:

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Name and Address

Title

Fernand Tessier 35 South State, Road 7 Plantation, Florida 33317 President

Fernand Tessier 35 South State, Road 7 Plantation, Florida 33317 Vice President

ARTICLE IX INCORPORATOR

The name and address of the incorporator is Fernand Tessier, 35 South State, Road 7, Plantation Florida 33317.

ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

WERNAND TESSIER

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STATE OF FLORIDA)

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Fernand Tessier who is known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my office seal on this ______ day of ______ day of ______ 2000.

Reine G. Lemire
Commission # CC \$21537
Expires Mar. 22. 2003
Econdot Thru
Atlantic Bondiar Co., Inc.

NOTARY PUBLIC, State of Florida, at

Large

My Commission Expires:

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

- 1. The name of the corporation is: FERMARC 2000, INC.
- 2. The name and address of the Registered Agent is LEONARD STORCHEVOY, ESQ. 2875 NE 191ST STREET, SUITE 500 AVENTURA, FLORIDA 33131

Fernand Tessier, President

Dated: _____

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Fermarc -2000, Inc., at the place designated in these "Articles "of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Leonard Storchevoy

Dated: 5/22/00

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