

P000000081321

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.

((H00000045120 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

RECEIVED
TALLAHASSEE, FLORIDA

00 AUG 28 PM 2:54

FILED

FLORIDA PROFIT CORPORATION OR P.A.

CLEARING SERVICES OF AMERICA, INC.

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

(4)
H00000045120

CLEARING SERVICES OF AMERICA, INC.
ARTICLES OF INCORPORATION

THE UNDERSIGNED, desiring to incorporate a corporation under the provisions of the Florida Corporation Act does hereby certify:

1. The name of the corporation is Clearing Services of America, Inc.
2. The term for which the corporation is to exist is perpetual.
3. The general nature of the business to be transacted by the corporation shall be to engage in any act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.
4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is five hundred (500) shares of common stock having a par value of one dollar (\$1.00) each.
5. The initial principal office of the corporation shall be located at 782 Le Jeune Road, Suite 641, Miami, FL 33126. Register Agent shall be PEDRO A. COFIÑO, ESQ., at Cofiño & Gongora, 407 Lincoln Road, Suite 2B, Miami Beach, Florida 33139.
6. The initial Board of Directors shall be comprised of (4) members. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1).

Prepared by: Pedro A. Cofiño, Esq.
407 Lincoln Road, Suite 2B
Miami Beach, Florida
(305)531-8111
Florida Bar No.: 323918

FILED
00 AUG 28 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H00000045120

H000000045120

7. The names and addresses of the initial Directors are:

NAME

ADDRESS

Kent Journey

782 N.W. Le Jeune Road, Suite 641, Miami, FL 33126

Arthur Schlecht

782 N.W. Le Jeune Road, Suite 641, Miami, FL 33126

8. The name and address of the incorporator is:

NAME

ADDRESS

Kent Journey

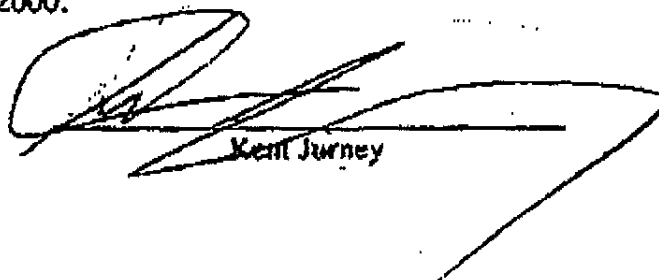
782 N.W. Le Jeune Road, Suite 641, Miami, FL 33126

9. The formation of the corporation shall be effective as of the date of execution and acknowledgment hereof.

10. With respect to all shares of stock of the corporation, every Shareholder upon a sale for cash or other property of any such new shares of stock, or options or warrants therefore, shall have the pre-emptive right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price at which such new shares of stock, or option or warrants therefor, are offered to others. These articles of incorporation herein memorialize the ongoing operation and working relationship of Clearing Services of America.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this

____ day of August, 2000.



Kent Journey

H000000045120

H00000045120

CLEARING SERVICES OF AMERICA, INC.
CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OR PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE VERIFIED.

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

CLEARING SERVICES OF AMERICA, INC., desiring to organize under the laws of the State of Florida, with its principal office at 782 N.W. Le Jeune Road, Suite 641, Miami, FL 33126, has named PEDRO A. COFIÑO, ESQ., located at Cofiño & Gongora, 407 Lincoln Road, Suite 2B, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated people, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.


 PEDRO A. COFIÑO, ESQ.

FILED
 00 AUG 28 PM 2:54
 CLERK OF STATE
 TALLAHASSEE, FLORIDA

H00000045120