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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-02/07/01--01088--003
*****70.00 *****70.00

SUBJECT:

LJS/PARIS, INC

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

Laroi Sutherland

Name (Printed or typed)

8201 Peter's Road, Suite 100 PMB 1008

Address

Plantation, FL 33324

City, State & Zip

954-646-0409

Daytime Telephone number

FILED
01 FEB -7 PM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

2-8-01
WCC

ARTICLES OF INCORPORATION
OF
LJS/PARIS, INC.

FILED
01 FEB -7 PM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, a natural person the age of eighteen (18) years or more, acting as an incorporator of a corporation under the Chapter 607 and 621 Florida Statutes, (F.S.) adopts the following Articles of Incorporation for such corporation:

ARTICLE I

CORPORATE NAME

The name of this corporation is LJS/PARIS, INC.

ARTICLE II

CORPORATE PURPOSES

The general purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Chapter 607 and 621 Florida Statutes, (F.S.), including, but not limited to, the following:

- (a) To own and operate a trucking company; Investments of all types.
- (b) To acquire, own, hold, improve, develop, lease, mortgage, operate, maintain, sell, dispose of, and otherwise deal with commercial real property and any equipment, fixtures, or other personal property that may be used in connection with the operation of commercial real property.
- (c) To purchase, own, hold, dispose of, and otherwise deal with stock of other corporations, or interests in general or limited partnerships (as either a general or a limited partner) or joint ventures and to do every act and thing covered generally by the denomination "holding corporation"; and to direct the operations of such other entities.
- (d) To do each and every thing necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which

may at any time appear conducive to or expedient for the protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees, or otherwise, either alone or in conjunction with any other person, partnership, association, joint venture, or corporation.

The foregoing paragraphs shall be construed both as objects and powers and shall not be held to limit or restrict in any manner the general powers of the corporation and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida; and it is intended that the purposes, objects, and powers specified in each of the paragraphs of this ARTICLE II, CORPORATE PURPOSES, of these Articles of Incorporation shall be regarded as independent purposes, objects, and powers.

ARTICLE III

SHARES

The aggregate number of shares which this corporation shall have authority to issue is 50,000 shares, common stock, par value of ten cents (\$.10) per share. All stock of the corporation shall be of the same class and shall have the same rights and preferences. Fully paid stock of this corporation shall not be liable to any call or assessment.

ARTICLE IV

NO PREEMPTIVE RIGHTS AND NONCUMULATIVE VOTING

Shareholders shall have no preemptive rights to acquire unissued shares of the stock of this corporation. At each election of Directors, shareholders entitled to vote at such election shall have no right to accumulate their votes.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of this corporation's initial registered office and the name of its initial registered agent at such address is:

Laroi Sutherland *pm B*
8201 Peter's Rd. Suite 100 *1008*
Plantation, Florida 33324

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator is Laroi Sutherland, 8201 Peter's Rd. Suite 100, *PMB 1008*
Plantation, Florida 33324.

ARTICLE VII DIRECTORS

The number of Directors constituting the initial Board of Directors of this corporation is one.
The name and address of the person who is to serve as Director until the first annual meeting of stockholders and until his successor is elected and qualified is:

NAME

Laroi Sutherland

ADDRESS

8201 Peter's Rd. Suite 100 *PMB 1008*
Plantation, Florida 33324

ARTICLE VIII

DIRECTORS' CONTRACTS

No contracts or other transactions between the corporation and any other trust, organization or corporation shall in any way be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in, or are trustees, directors or officers of, such other trust, organization, or corporation.

Any Director individually, or any trust, organization, or corporation with which any Director may be associated, may be a party to or may be pecuniarily or otherwise interested in, any contracts or transactions of the corporation, provided that the fact that such Director or such trust, organization or corporation is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.

Any Director of the corporation who is also a trustee, director or officer of such other trust, organization, or corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such

contracts or transactions with like force and effect as if such Director were not a trustee, director, or officer of such other trust, organization, or corporation, or not so interested.

ARTICLE IX

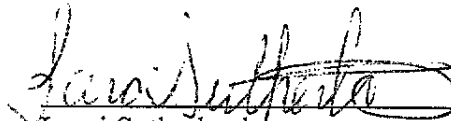
LIMITATION OF PERSONAL LIABILITY OF DIRECTORS

Directors of the corporation shall have no personal liability whatsoever to the corporation or its shareholders for monetary damages for any action taken or any failure to take any action, as a director, except liability for:

- (a) the amount of a financial benefit received by a director to which he or she is not entitled;
- (b) an intentional infliction of harm on the corporation or the shareholders;
- (c) a violation of Chapter 607 and 621 Florida Statutes, (F.S.) or its successor provisions; or
- (d) an intentional violation of criminal law.

DATED this 17 day of JANUARY.

INCORPORATOR:


Laroi Sutherland

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

REGISTERED AGENT:


Laroi Sutherland