

**PO1000087386**

**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.**

**((H01000096155 6)))**

**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) 205-0381

**From:**  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

01 SEP -5 PM 3:14  
RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**FLORIDA PROFIT CORPORATION OR P.A.****north atlantic ventures, inc.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 05      |
| Estimated Charge      | \$70.00 |

⑤

H 01000096155

**ARTICLES OF INCORPORATION  
OF**

**NORTH ATLANTIC VENTURES, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation shall be:

**NORTH ATLANTIC VENTURES, INC.**

The address of the principal office of this Corporation shall be: 1265 15<sup>th</sup> Street, Apt. 9H, Fort Lee, New Jersey 07024, and the mailing address shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is (1,000) shares of common stock having \$1.00 par value per share.

Prepared by: Law Offices of Irina Nemtsev, P.A.  
20801 Biscayne Boulevard, Suite 505  
Aventura, FL 33180  
(305) 933-0523  
FL Bar No.: 0086037

H 01000096155

01 SEP -5 PM 3:14  
STATE  
DIVISION OF CORPORATIONS

**ARTICLE IV. SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the right of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the corporation.

**ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation shall be 20801 Biscayne Boulevard, Suite 505, Aventura, Florida 33180, and the name of the initial registered agent of the Corporation at that address is IRINA NEMTSEV, ESQUIRE.

**ARTICLE VI. TERMS OF EXISTENCE**

This Corporation is to exist perpetually.

**ARTICLE VII. OFFICERS AND DIRECTORS**

This Corporation shall have one [1] director. The name and street address of the initial directors who shall hold office for the first year of the Corporation, or until her successor is elected or appointed is:

JULIYA SIMCHUK  
Director/President  
Secretary/Treasurer

1265 15<sup>th</sup> Street, Apt. 9H  
Fort Lee, N.J. 07024

**ARTICLE VIII. BY-LAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation.

**ARTICLE IX. EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE X. AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**ARTICLE XI. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation:

Irina Nemtsev, Esq.

20801 Biscayne Boulevard  
Suite 505  
Aventura, FL 33180

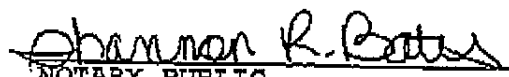
H 01000096155

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set her hand and seal on this 5<sup>th</sup> day of September, 2001.

  
Irina Nemtsev, Esq.  
Incorporator

STATE OF FLORIDA           )  
COUNTY OF MIAMI-DADE    )

The foregoing Articles of Incorporation of NORTH ATLANTIC VENTURES, INC. was acknowledged before me this 5<sup>th</sup> day of September, 2001, by Irina Nemtsev, Esq. who is personally known to me.

  
NOTARY PUBLIC  
My Commission Expires:

SHANNON R BATES  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # CC067376  
EXPIRES 12/31/2003  
BONDED THRU 1-888-NOTARY1

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at place designated in the Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: September 5, 2001

  
IRINA NEMTSEV, ESQUIRE

4

H 01000096155

01 SEP -5 PM 3:14  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS