

**Room 15678**

OFFICE USE ONLY (Document #)

**EXPRESS CORPORATE FILING SERVICE IN**

(Requestor's Name)

1000 PONCE DE LEON BLVD. STE: 101

(Address)

CORAL GABLES, FL 33134 305-444-4994

(City, State, Zip)

(Phone #)

100004700271--11

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. A.D.S. Inc.

(Corporation Name)

(Document #)

2. \_\_\_\_\_

(Corporation Name)

(Document #)

3. \_\_\_\_\_

(Corporation Name)

(Document #)

4. \_\_\_\_\_

(Corporation Name)

(Document #)

☐ Walk in

☒ Pick up time \_\_\_\_\_

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit            |
| <input type="checkbox"/>            | NonProfit         |
| <input type="checkbox"/>            | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION          |                     |
|-------------------------------------|---------------------|
| <input checked="" type="checkbox"/> | Foreign             |
| <input checked="" type="checkbox"/> | Limited Partnership |
| <input checked="" type="checkbox"/> | Reinstatement       |
| <input checked="" type="checkbox"/> | Trademark           |
| <input type="checkbox"/>            | Other               |

**FILED RECEIVED**  
 01 DEC -6 PM 1:01 NOV 30 PM 12:30  
 SECRETARY OF DIVISION OF CORPORATION  
 TALLAHASSEE, FLORIDA

*27313*

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 30, 2001

EXPRESS

SUBJECT: A.D.S INC.  
Ref. Number: W01000027313

We have received your document for A.D.S INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Corporate Specialist  
New Filings Section

Letter Number: 801A00063619

RECEIVED  
01 DEC -6 AM 11:23  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION  
OF**

A.D.S GROUP INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

**ARTICLE I**

**The name of this corporation should be:**

A.D.S GROUP INC.

**ARTICLE II**

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

**ARTICLE III**

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

**ARTICLE IV**

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the bylaws or written agreement among the stockholders which shall be on file in the office of the corporation.

**FILED**  
01 DEC -6 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## **ARTICLE V**

The amount of the capital with which its corporation may begin doing business shall not be less than five hundred dollars (\$500.00).

## **ARTICLE VI**

The existence of the corporation is perpetual.

## **ARTICLE VII**

The initial post office address of the principal office of the corporation in the State of Florida is:

1711 WEST 38 PLACE STE 1205 HIALEAH, FL 33012

The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is:

1711 WEST 38 PLACE STE 1205 HIALEAH, FL 33012

The registered agent at the address is:

ALLAN ALVES DA SILVA

## ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one, any more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business, which will be properly done by the directors on behalf of the corporation, shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

## ARTICLE IX

The names and post office of the members of the first board of directors and the state of corporate officers are as follows:

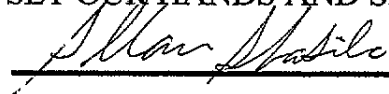
ALLAN ALVES DA SILVA PRESIDENT/DIRECTOR

GIANCARLO ZAVACA VICE PRESIDENT/DIRECTOR

## ARTICLE X

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244. OF THE INTERNAL REVENUE SERVICE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHEREOF, WE THE ENCORPORATORS HEREUNTO SET OUR HANDS AND SEALS, THIS

  
\_\_\_\_\_

Incorporator

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

Pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporations, organized under the law of the State of Florida. The name of the corporation is A.D.S GROUP INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida has named:

1711 WEST 38 PLACE STE 1205 HIALEAH, FL 33012

Agent to accept process in State of Florida County of Dade.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

  
\_\_\_\_\_

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TALLAHASSEE FLORIDA