

P.02000018044

TRANSMITTAL LETTER

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

000004914640--0  
-02/13/02--01046--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: ZST Marketing and Consulting, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: Guy M. Shir, Esq.  
Name (Printed or typed)

5183 Lakewood Dr.  
Address

Cooper City, Florida 3330  
City, State & Zip

561-820-2864  
Daytime Telephone number

FILED  
02 FEB 13 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

2/18  
West

**ARTICLES OF INCORPORATION**  
**OF**  
**ZST MARKETING AND CONSULTING, INC.**

**FILED**  
02 FEB 13 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this Corporation is ZST Marketing and Consulting, Inc.

**ARTICLE II - DURATION**

The Corporation shall have perpetual existence commencing on the dates these Articles of Incorporation are filed with the Florida Secretary of States Office.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue One Hundred (100) shares of one dollar (\$1.00) per value of common stock, that shall be designated as "Common Shares".

**ARTICLE V - INITIAL CORPORATE OFFICE AND  
REGISTERED AGENT**

The street address of the initial corporate office of the Corporation is 1945 N.E. 198<sup>th</sup> Terrace, Miami, Florida 33179. The name and address of the initial registered agent for the Corporation is Guy M. Shir, 5183 Lakewood Drive, Cooper City, Florida 33330.

## **ARTICLE VI - BY-LAWS**

The By-Laws of the Corporation may be adopted, altered, amended, or repelled by either the Stockholders or Directors.

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) initial Director. The number of Directors may be increased or diminished by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

Name

Address

Michael Shir

1945 N.E. 198<sup>th</sup> Terrace, Miami, FL 33179

## **ARTICLE VIII - OFFICERS**

The officers of the Corporation are:

Name

Office

Michael Shir

President

Miriam Shir

Secretary/Treasurer

## **ARTICLE IX - INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### **ARTICLE X - PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly may be done without issuance of fractional shares) as the price at which it offered to others.

#### **ARTICLE XI - INCORPORATOR**

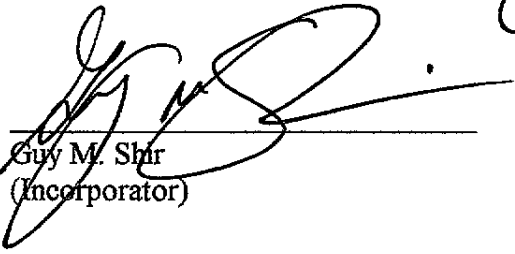
The name and address of the person signing these Articles of Incorporation is Guy M. Shir, 5183 Lakewood Drive, Cooper City, Florida 33330.

#### **ARTICLE XII - AMENDMENT**

The Corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporations Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

this 7 day of February, 2002.

  
\_\_\_\_\_  
Guy M. Shir  
(Incorporator)

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

Before me, a Notary Public authorized in the State and County said for the above, personally appeared **Guy M. Shir**, known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of ZST Marketing and Consulting, Inc., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have here unto set my hand and affixed my official seal, in the state and county as for said this \_\_\_\_\_ day of \_\_\_\_\_, 2002.

\_\_\_\_\_  
NOTARY PUBLIC, State of Florida

\_\_\_\_\_  
Printed Name of Notary

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

HAVING NAMED TO EXCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 6 day of February, 2002.

  
\_\_\_\_\_  
GUY M. SHIR

**FILED**  
02 FEB 13 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA