

Electronic Filing Cover Sheet

Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

: (950)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255
Phone: (305)634-3694
Fax Number: (305)633-9696

# FLORIDA PROFIT CORPORATION OR P.A.

ATLANTIC BUSINESS FORMS & PRINTING CORP.

Certificate of Status		0
Certified Copy	## pag gr	1
Page Count		05
Estimated Charge	$\mathcal{M}$	\$78/175
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Department of State 5/29/2002 3:31 PAGE 1/1 REGIONAL



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 29, 2002

EMPIRE CORPORATE KIT COMPANY

SUBJECT: ATLANTIC BUSINESS FORMS & PRINTING CORP.

REF: W02000015544

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden Document Specialist New Filings Section FAX Aud. #: H02000144866 Letter Number: 402A00034628



#### CERTIFICATE OF INCORPORATION

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#### ATLANTIC BUSINESS FORMS & PRINTING CORP.

Wa, the undersigned, in order to form a comporation for the purposes hereinafter stated, under and pursuant to the provisions of the Several Acts of Legislature of the State of Florida, do hereby subscribe to this certificate of incorporation.

FIRST: The name of the corporation is:

ATLANTIC BUSINESS FORMS & PRINTING CORP.

and its principal place of business will be at

P O BOX 822838 PEMBROKE PINES, FLORIDA 33082-2838

SECOND: The business of this corporation shall be to engage in any and all lawful business or businesses.

TRIRD: The Corporation shall have one class of stock, namely common, voting and participating. Each share of stock shall be \$1.00 par value and the maximum number of shares to be issued and outstanding at any one time is 1000.

All of such stock shall be issued as fully paid for and exempted from assessment. Such stock may be paid for in property, labor or services and property and labor or services may be purchased or paid for by the corporation with such stock. Likewise stock of other corporations or going businesses may be purchased by corporation in return for this corporation's stock. Such property, labor, services and stock of other corporations and going business shall be at just valuation determined by the Board of Directors. This corporation may purchase, trade, or otherwise acquire, hold or re-issue shares of its own stock.

FOURTH: The amount of capital with which the comporation shall begin business will not be less than FIVE HUNDRED (\$500.) DOLLARS.

FIFTH: The existence of the corporation shall be perpetual.

SIXTH: The board of directors shall consist of no fewer than one or more than seven directors.

SEVENTH: The common stock of this corporation shall be issued pursuant to the requirements of section 1244 of the Internal Revenue code and the regulations issued thereunder.

EIGHTH: The names and post office address of the first officers and directors who, subject to the provisions of this certificate of incorporation, the By-laws and the laws of the state of Florida thereunto appertaining, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are as follows:

Office Name

Post office address

PRESIDENT EMILIO O LEON 14001 N W 4<sup>th</sup> STREET #209 PEMBROKE PINES, FLORIDA 33028 SECRETARY MICHAEL TANNHAUSER 470 DUNLAY ST. WOODDAYE, IL 60191

NINTH: The same and post office address of each subscriber to the Certificate of Incorporation and the number of shares of stock which each agrees to take are as follows:

Namo

Post office address

# Shares

EMILIO O LEON 14001 N W  $4^{29}$  STREET # 209 PEMBROKE PINES, FLORIDA 33028 MICHAEL TANNHAUSER 470 DUNLAY ST WOODDALF, IL 60191

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TENTH: The stockholders of this corporation may divide themselves into groups for the purposes of obtaining unit control in the corporation, and when any agreement shall be binding upon the corporation, it shall be recognized by the directors and shall be observed by the officers and agents of the corporation; and particularly the stockholders are authorized to include in such agreements entered into between themselves provisions which will confer upon the individual groups the power to elect certain numbers of directors and, in particular, the stockholders may include in agreements between themselves the following as valid matters of agreement, to wit:

- (a) The manner and method in which the persons by whom directors may be elected.
- '(b) Any limitations upon the transferability or assignment of the stock.
  - (c) The conferring of preemptive rights of purchase upon stockholders as conditions precedent to the sale of any other stock.
  - (d) The making of By-Laws and rules for holding meetings and what constitutes a quorum therefore.
  - (a) Any matters related to effectuating the purposes

## H02000144866

STATE OF FLORIDA )

(COUNTY OF DADE )

BE IT REMEMBERED that on this day personally appeared before me the undersigned notary public in and for the State of Florida.

### EMILIO O LEON & MICHAEL TARRHAUSER

parties to the foregoing certificate of incorporation, known to me personally to be such, upon their oath, they acknowledged the same to be the act and deed of such signers and that the facts therein stated are truly set forth.

WITNESS my hand and official seal at Miami, said

county and State, this \_13 day of MAY A.D.,2002

( SEAL )

State of Florida

J. A. Nunez

Commission & CC 818121

Expires Mar. 16, 2003

Bonded Thru

Atlantic Bonding Co., Inc.

included in any of the foregoing matters.

Agreements between stockholders shall continue binding upon the corporation until there is filed with the president and secretary of the corporation, in duplicate, a written instrument signed by the persons who originally created such stockholder agreement ( or their successors in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the stockholders agreement) consenting to the revocation and cancellation of the agreement among the stockholders.

ELEVENTH: Cumulative voting may be permitted by the terms of the by-laws.

TWELFTH: EMILIO O LEON residing at 14001 N W  $4^{16}$  ST. SUITE 209 PEMBROKE PINES, FLORIDA 33028

agent for service of process upon this corporation, subject nevertheless to the right of this corporation to change such resident agent and the office location of place of business for service of process in the manner provided in Section 48.091(1) of Florida Statues.

IN WITNESS WHEREOF, the part hand and seals this _13 day or	MAY A.D., 2002.
Signed, sealed and delivered in the presence of ( As to all )	+
	EMUDIO (Seal)
	Michael Tannhauser

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

EMILIO O LEON BESTDENIE ACENT

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