

P02000067365

MEMORANDUM

TO: Maggie
FROM: Richard Fidei
DATE: June 14, 2002
Re: Bross Corporation

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN 18 AM 11:00

Please file the enclosed Articles of Incorporation for the Bross Corporation with the Secretary of State, Division of Corporations.

Enclosed is a check payable to the Secretary of State in the amount of \$125.00.

Please fax and mail the documents to me after they have been filed.

Thank you.

dr

RECEIVED
02 JUN 18 AM 10:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

BROSS CORPORATION

In compliance with the requirements of F.S. Chapter 607, the undersigned being a natural person, hereby acts as an incorporator adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation shall be: BROSS CORPORATION. Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares that the corporation is authorized to have outstanding at any time shall be one thousand (1000) shares at no par value.

ARTICLE VI

The street address of the principal office of this corporation will be 7330 Ocean Terrace, Apt. 901, Miami Beach, Florida 33141.

ARTICLE V

The initial street address of the Corporation's registered office is 2000 W. Commercial Boulevard, Suite 232, Fort Lauderdale, Florida 33309. The initial registered agent for the Corporation at that address is Richard J. Fidei.

ARTICLE VI

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 JUN 18 AM 11:01

corporation's existence, or until their successors are elected and have qualified, are as follows:

NAME

ADDRESS

Carlos Schor

7330 Ocean Terrace
Apartment 901
Miami Beach, Florida 33141

ARTICLE VII

The name and street address of the person signing these articles of incorporation is Richard J. Fidei, 2000 W. Commercial Boulevard, Suite 232, Fort Lauderdale, Florida 33309.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

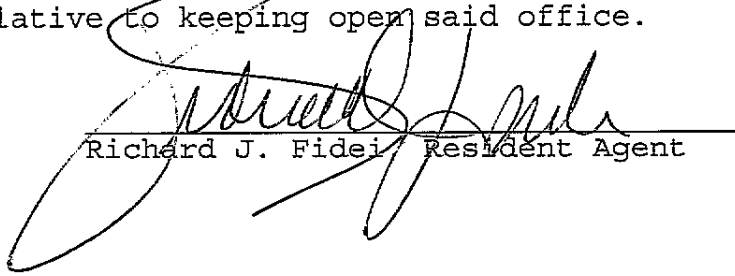
ARTICLE VIII

In pursuance of Chapter 48.091, Florida Statutes the following is submitted, in compliance with said Act:

First. BROSS CORPORATION, desiring to organize under the laws of the State of Florida with its registered office indicated in the Articles of Incorporation at 2000 W. Commercial Boulevard, Suite 232, Fort Lauderdale, Florida 33309 has named Richard J. Fidei, as its agent to accept service of process within this state. The undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

ACKNOWLEDGMENT:

Having been named to accept service of process for Bross Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Richard J. Fidei, Resident Agent

ARTICLE IX

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

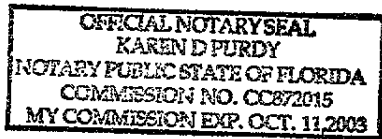
13th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of June, 2002.

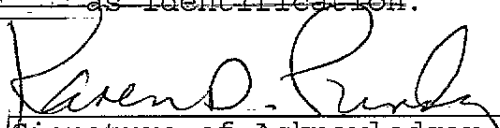

Richard J. Fidei, Incorporator

STATE OF FLORIDA :
: ss.
COUNTY OF BROWARD :

The foregoing instrument (Articles of Incorporation for Bross Corporation) was acknowledged before me this 13th day of June, 2002, by Richard J. Fidei, who is personally known to me ~~or who has produced~~ as identification.

My commission expires:




Signature of Acknowledger

Karen D. Purdy
Typed/Printed Name of Acknowledger

Notary Public
Title or Rank

N/A
Serial Number, if any

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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