

Charter Number Only

P02000088683

ALL INFORMATION ONLY

Requestor's Name  
Joshua J. Hertz  
Address  
801 Brickell Bay Dr #10  
City  
MIAMI FL 33131  
State  
ZIP  
Phone  
(205) 374-0374

CORPORATION(S) NAME

300007132079--1  
-08/15/02--01020--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Upgradetime Corp.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> After 4:30
		<input type="checkbox"/> Mail Out

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TALLAHASSEE FLORIDA

Empire Toll Free: 1-800-432-3028

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**ARTICLES OF INCORPORATION**

**OF**

**UPGRADE TIME CORP.**

**ARTICLE I- NAME**

The name of the corporation is **UPGRADE TIME CORP.**

**ARTICLE II- ADDRESS**

The principal office or mailing address of this corporation shall be located at:

UPGRADE TIME CORP.  
999 Brickell Bay Drive  
Suite 306  
Miami, Florida 33131

**ARTICLE III- DURATION**

This corporation shall exist in perpetuity.

**ARTICLE IV- PURPOSE**

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

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

The street address of the initial registered office of this corporation is 999 Brickell Bay Drive, Suite 306, Miami, Florida 33131.

This instrument prepared by:

Joshua J. Hertz, Esquire  
Law Office of Joshua J. Hertz, P.A.  
801 Brickell Bay Drive  
Four Ambassadors  
Lobby Area, Box #10  
Miami, Florida 33131  
Phone (305) 374-0374  
FBN: 0524085

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#### ARTICLE VI- CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

#### ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors and officers of this corporation are:

Director, President & Secretary	Jorge Jardines
Secretary & Treasurer	999 Brickell Bay Drive
	Suite 306
	Miami, Florida 33131

#### ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is:

Jorge Jardines  
999 Brickell Bay Drive  
Suite 306  
Miami, Florida 33131

#### ARTICLE IX- BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

#### ARTICLE X- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI- INDEMNIFICATION

This corporation shall indemnify any former officer or directors, to the full extent permitted by law.

ARTICLE XII- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 14<sup>th</sup> day of August, 2002.

  
\_\_\_\_\_  
JORGE JARDINES

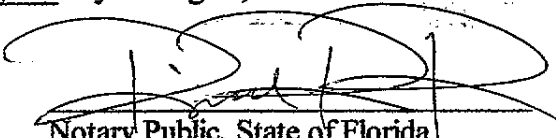
STATE OF FLORIDA

SS

COUNTY OF MIAMI- DADE

BEFORE ME, the undersigned authority, personally appeared Jorge Jardines, to me well known, and known to me to be the individual described in and who executed the forgoing instrument as subscribed hereto. FL J 635- 425-78-002-0

WITNESS my hand and official seal this 14<sup>th</sup> day of August, 2002.

  
\_\_\_\_\_  
Notary Public, State of Florida

Printed Name:

My Commission expires:

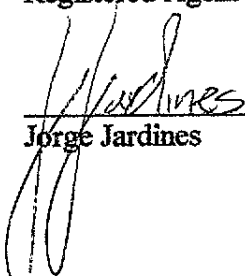


**DESIGNATION OF REGISTERED AGENT**

Pursuant to Chapter 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, **UPGRADE TIME CORP.**, desiring to organize under the Laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named Jorge Jardines of 999 Brickell Bay Drive, Suite 306, Miami, Florida 33131, as its Registered Agent to accept service of process within this State.

Acceptance of appointment as  
Registered Agent

  
\_\_\_\_\_  
Jorge Jardines

This instrument prepared by:

Joshua J. Hertz, Esquire  
Law Office of Joshua J. Hertz, P.A.  
801 Brickell Bay Drive  
Four Ambassadors  
Lobby Area, Box #10  
Miami, Florida 33131

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