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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFTT CORPORATION OR P.A.

ad-rey, inc.

Certificate of Status	0
Certified Copy	1
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02/12/03

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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. Name:

The name of this corporation is
Ad-Rey, Inc.

2. Duration:

The period of its duration is perpetual.

3. Purpose:

The purpose is to engage in any activities or business permitted under the laws of the United States of America and Florida.

4. Capital Stock:

The corporation is authorized to issue five hundred (500) shares, all of one class, for cash at a par value of one dollar (\$1.00) per share.

5. Principal place of business for this corporation shall be:

5211 NE 18th Terrace
Fort Lauderdale, FL 33308

6. Initial Board of Directors:

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial director of this corporation is:

NAME
Michael Feinstein

ADDRESS
5211 NE 18th Terrace
Fort Lauderdale, FL 33308

prepared by:
Steven S. Lindenbaum, C.P.A., P.A.
Certified Public Accountant
767 S State Rd 7 Suite 24
Margate, FL 33068
954-978-5981

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STATE
SECRETARY OF FLORIDA
TALLAHASSEE

7. Incorporator:

The name and address of the Incorporator signing these Articles of Incorporation is:

NAME
Michael Feinstein

ADDRESS
5211 NE 18th Terracc
Fort Lauderdale, FL 33308

8. Initial Registered Agent & Office:

Michael Feinstein
5211 NE 18th Terrace
Fort Lauderdale, FL 33308

9. Amendment of Articles:

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

10. Stock Issue:

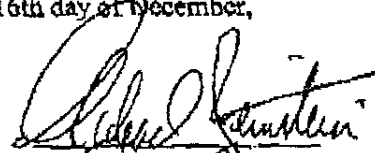
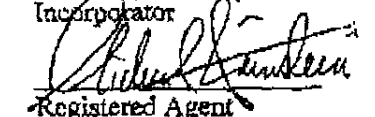
The capital stock of this corporation shall be issued in the following manner:

Michael Feinstein - five hundred (500) shares

11. Voting:

One share equals one vote.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Margate, Florida, on the 16th day of December, 2002.


Incorporator

Registered Agent

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

In pursuance of Chapter 607.34 Florida statutes, the following is submitted, in
compliance with said Act:

FIRST-THAT Ad-Rey, Inc.
(Name of Corporation)

under the laws of the State of Florida with its principal office, as indicated in the

Articles of Incorporation at City of FORT LAUDERDALE, County of
(City)

BROWARD, State of Florida has named MICHAEL FEINSTEIN
(County) (Name of Registered Agent)

located at 5211 NE 18 TERRACE, City of FORT LAUDERDALE
(Street Address and number of building, (City)
Post Office Box address not acceptable)

County of BROWARD, State of Florida, as its agent to accept service of
(County)

process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at
place designated in this certificate. I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office.

By 

Signature
Registered Agent

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