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Transmittal Letter

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

SUBJECT:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

□ \$70.00	5 \$78.75	□ \$122.50	2 \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee Certified Copy & Certificate
		ADDITIONAL COPY REQUIRED	

FROM:	World Source Direct, Inc.	
	Name (Printed or typed)	
	6677 Houlton Circle	
	Address	
	Lake Worth, Florida 33467	
	City, State & Zip	
	(561) 966-9597	
	Daytime Telephone number	

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

ARTICLES OF INCORPORATION

OF

WORLD SOURCE DIRECT, INC.

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is World Source Direct, Inc. and its principal place of business shall be located at 6677 Houlton Circle, Lake Worth, FL 33467.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock at one-cent (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2500 Weston Road, Suite 400, Weston, Florida 33331 the name of the initial registered agent of this corporation at that address is Etcheverry, Kouri & Harrison, LLP.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

Name Address

Neil Streitfeld 6677 Houlton Circle, Lake Worth, Florida 33467

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

Name	Address
Neil Streitfeld President	6677 Houlton Circle, Lake Worth, Florida 33467
Alisa Streitfeld Vice President / Secretary	6677 Houlton Circle, Lake Worth, Florida 33467
Dr. Paul Perlmutter Vice President / Treasurer	83 Llanfair Circle, Ardmore, Pennsylvania 19003

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name Address

Neil Streitfeld 6677 Houlton Circle, Lake Worth, Florida 33467

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary

damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided \$607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

	1	
Dated:	1/2	. 2003
Dawa.	/ 	,

Printed Name <u>LISIL</u> Incorporator

CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that World Source Direct, Inc. desiring to organize or qualify under the laws of the State of Florida, has named Etcheverry, Kouri & Harrison, LLP, located at 2500 Weston Road, Suite 400, Weston, Florida 33331, as its agent to accept service of process within Florida.

Dated: _______, 2003

Printed Name: Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and 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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: $\sqrt{a_1}$ 2003

Etcheverry, Kouri & Harrison, LLP

Printed Name Gy W. Jain San

Registered Agent