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SECRETARY OF STATE TALLAHASSES, FLORIDA

06/3/03

# TRANSMITTAL LETTER

PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

sed are an orig	rinal and one (1) copy of the art	ricles of incorporation and	d a check for:
□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate of
		ADDITIONAL CO	PY REQUIRED
FROM:	MARIA J. GIR	LA LDO (Printed or typed)	
FROM:		(Printed or typed)	

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

Daytime Telephone number

# **ARTICLE OF INCORPORATION**

#### <u>OF</u>

# **INTER MARKETING SOLUTIONS INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby, forms a corporation under the laws of the state of Florida.

# **ARTICLE I**

The name of the corporation is Inter Marketing Solutions Incorporated.

# **ARTICLE II**

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

# **ARTICLE III**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock, which the corporation is allowed to have outstanding, is 1,000 shares at a par value of \$1.00 per share. Holders of the common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall have pre-emptive rights to subscribe to the corporation's securities.

#### ARTICLE IV

The amount of capital with which the corporation shall begin business shall not be less than \$100.00.

# ARTICLE V

The corporation shall have perpetual existence.

# ARTICLE VI

The initial street address of the principal office of the corporation, in the State of Florida, is:

6011 Swans Way Coconut Creek, Florida 33073 The board of directors may, from time to time, move the principal office to any other address.

#### ARTICLE VII

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but there shall always be at least one director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have taken or omitted by him as director or officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability to which it shall be adjudged that such officer or director is liable to the extent permitted by law. No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniary or otherwise interested in, or are, directors or officers of such other firm or corporation, provided that the fact he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present in any meeting of the Board at which action upon any such contract shall be taken and any director of the corporation who is also a director or officer of such corporation, or is so interested, maybe counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

#### ARTICLE VIII

The names and post office addresses of the members of the first Board of Directors and the officers who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

#### **DIRECTORS**

Maria J. Giraldo

6011 Swans Way, Coconut Creek, Florida 33073

#### **OFFICERS**

Maria J. Giraldo

6011 Swans Way, Coconut Creek, Florida 33073

#### ARTICLE IX

This corporation shall designate Maria J. Giraldo with offices located at 6011 Swans Way, Coconut Creek, Florida 33073, as its duly authorized registered agent to be in charge of the corporate registered office, as required by law.

#### ARTICLE X

The name and address of the incorporator subscribing to these Articles is: Maria J. Giraldo 6011 Swans Way, Coconut Creek, Florida 33073.

### ARTICLE XI

These Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set his hand and seal at Coconut Creek, Broward County, Florida, this 06-day of June, 2003.

Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, personally appeared before me, a Notary Public duly authorized to take acknowledgements, Maria J. Giraldo, to me known to be the person who executed the above and foregoing Articles of Incorporation, for the purpose therein described.

WITNESS my hand and official seal at Coconut Creek, Broward County, this 06-day of

June, 2003.

ALEXANDRA LEHRER Notary Public, State of Florida My comm. expires Mar. 27, 2006 No. DD 103794

KANOPRA LEMETR