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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

RETEK HOLDINGS, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

RETEK HOLDINGS, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation and the principal place of business of the corporation shall be:

RETEK HOLDINGS, INC.
c/o Michael Ballotta, CPA
Levenson, Katzin, & Ballotta, P.A.
3801 Hollywood Blvd.
3rd Floor
Hollywood, FL 33021

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ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State, and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

Prepared By:
THOMAS RUFFIN III, ESQ.
Florida Bar No. 442119
Teschler Gutter Chaves Rubin Ruffin & Forman, P.A.
2101 Corporate Blvd., Suite 107
Boca Raton, Florida 33431
Tel: (561) 998-7847

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ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time shall be:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$.001	Common

ARTICLE V

Street Address of Principal Office of Corporation

The street address of the initial principal office of the corporation shall be c/o Michael Ballotta, CPA, Levenson, Katzin, & Ballotta, P.A., 3801 Hollywood Blvd., 3rd Floor, Hollywood, FL 33021

Name and Street Address of Registered Agent

The initial registered agent of the corporation shall be M & W Agents, Inc., 2101 Corporate Boulevard, Suite 107, Boca Raton, Florida 33431.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be two. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and their successors shall have been elected and qualified or until their earlier resignation, removal from office, or death, is

<u>Name</u>	<u>Address</u>
Michael Ballotta, CPA	Levenson, Katzin, & Ballotta, P.A. 3801 Hollywood Blvd., 3 rd Floor Hollywood, Florida 33021

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

Name

Address

Thomas Ruffin III

2101 Corporate Boulevard, Suite 107
Boca Raton, Florida 33431

Executed at Boca Raton, Florida on the 21 day of August, 2003.

INCORPORATOR

By:

[Signature]
THOMAS RUFFIN III

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 21st day of August, 2003, by THOMAS RUFFIN III, who is personally known to me and did take an oath.

[Signature]
Notary Public

Name of Notary: _____

Commission No.: _____

Commission No.: _____



Andrea H. Terr
MY COMMISSION # 00079401 EXPIRES
January 4, 2006
BONDED THROUGH FARM ASSURANCE, INC.

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ACCEPTANCE BY REGISTERED AGENT

Having appointed the registered agent of RETEK HOLDINGS, INC., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 21 day of August, 2003.

M & W AGENTS, INC.

By: 

THOMAS RUFFIN III, Vice President

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