

P040000 71766

(Requestor's Name)

GREG WOOD  
- 5678 C FoxHollow DR -  
BOCA RATON, FL 33486 -

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

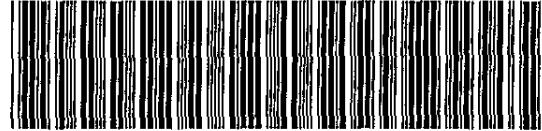
(Business Entity Name)

(Document Number)

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**ARTICLES OF INCORPORATION  
OF  
AMERITRUST INTERNATIONAL CORPORATION**

**ARTICLE I - NAME**

The name of the Corporation: **AMERITRUST INTERNATIONAL CORPORATION**

**ARTICLE II DURATION**

This Corporation shall have a perpetual existence commencing at the time of filling the Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

The purpose of this corporation shall be any lawful business activities allowed in the State of Florida and the United States of America.

**ARTICLE IV - CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of Common stock, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares	Par Value	Class of
<u>Authorized</u>	<u>Per Share</u>	<u>Stock</u>
10,000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation. The Board of Directors shall fix rights the rights and privileges of the stock pursuant to a shareholders agreement and/or the Bylaws.

**ARTICLE V - RIGHTS UPON LIQUIDATION OR DISSOLUTION**

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the preferred and common shares all receive a ratable distribution of assets of the corporation.

**ARTICLE VI - PREEMPTIVE RIGHTS**

Each 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 the issuance of fractional shares)

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

The name and street address of the initial registered agent of this corporation is:

Gregory Wood  
5678 Fox Hollow Dr, Suite C  
Boca Raton, Florida 33486

Principal office and mailing address of this corporation is:  
5678 Fox Hollow Dr, Suite C  
Boca Raton, Florida 33486

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#### **ARTICLE - VIII - BOARD OF DIRECTORS**

The Corporation shall have three directors initially. The number of directors may be increased or diminished from time to time as provided for by the by-laws, but shall never be less than one. The names of the initial directors are:

Gregory Wood                      Director

#### **ARTICLE IX - INCORPORATORS**

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

Gregory Wood  
5678 Fox Hollow Dr, Suite C  
Boca Raton, Florida 33486

#### **ARTICLE X - BY LAWS**

The power to adopt, alter, amend and repeal the by-laws shall be vested in the Board of Directors and the Shareholders.

#### **ARTICLE XI - RESTRICTION ON THE TRANSFER OF STOCK**

Shares of the Preferred and Common Stock of this corporation shall be issued initially to the following person(s) in the amount set opposite to the name.

**Greg Wood:                                      1% Common Stock**

Shares held by the initial investors listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders of this corporation. The price and terms at which, and time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and the corporation.

#### **ARTICLE XII - CUMULATIVE VOTING**

At each election of directors, each shareholder entitled to vote at such election shall have their right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### **ARTICLE XIII - SHAREHOLDER QUORUM AND VOTING**

Fifty (50%) percent of the shares entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of the shareholders. If the quorum is present the affirmative vote of fifty percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder.

#### **ARTICLE XIV - INDEMNITY**

This corporation shall indemnify and may insure its officers and directors to the fullest extent provided for by law. The private property of the stockholders shall NOT be subject to payment, lien, seizure or forfeiture of the corporate debits in any event whatsoever.

**ARTICLE XV- INITIAL OFFICERS**

The initial officers of this corporation shall be as follows;

President: Gregory Wood

**ARTICLE XVI**

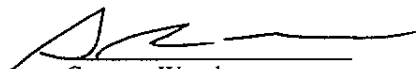
No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be peculiarly or otherwise involved in, any contract or transaction of corporation, provided that the part the he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or officer of such corporation or who is interested, may be counted in determining a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with the force and effect as if he were not such a director or officer or such other corporation, or not so interested.

**ARTICLE XVII - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this

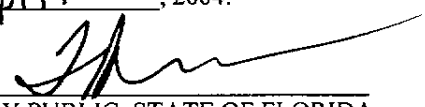
23<sup>rd</sup> day of April, 2004.

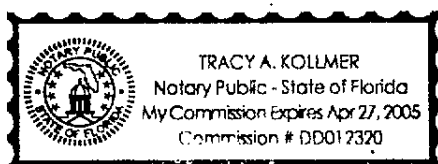
  
Gregory Wood

STATE OF FLORIDA                     )  
   ) SS  
COUNTY OF BROWARD             )

BEFORE ME, an officer duly authorized in the State and County aforesaid, to take acknowledgements, personally appeared before Gregory Wood to me personally known or having produced identification, FL D. L., to be the persons described in and who examined the same for purposes therein expressed.

WITNESS MY hand and official seal in the County and State last aforesaid on this 23<sup>rd</sup> day of April, 2004.

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation of the registered office/agent, in the State of Florida.

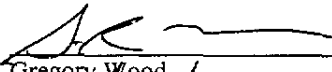
The name of the corporation is:

**AMERITRUST INTERNATIONAL CORPORATION**

The name and address of the registered agent and office is:

Gregory Wood  
5678 Fox Hollow Dr, Suite C  
Boca Raton, Florida 33486

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 accept the appointment as registered agent and 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 am familiar with and accept the obligations of my position as registered agent.

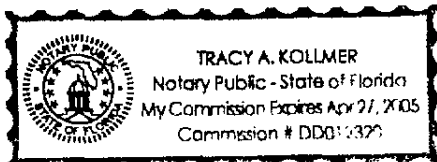
  
\_\_\_\_\_  
Gregory Wood  
4/23/04  
\_\_\_\_\_  
Date

BEFORE ME, an officer duly authorized in the State and County aforesaid, to take acknowledgements, personally appeared Gregory Wood to me personally known, or having produced identification, Fl. D.L., to be the person described in and who examined the same for purposes therein expressed.

WITNESS MY hand and official seal in the County and State last aforesaid on this 23<sup>rd</sup> day of April, 2004.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



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