

MAY 14 2004 10:00 AM CT CORPORATION SYSTEM P. 1
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FLORIDA PROFIT CORPORATION OR P.A.

Mapping Suite, Inc.

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5-17-04

ARTICLES OF INCORPORATION

OF

MAPPING SUITE, INC.
a Florida Corporation

ARTICLE I

NAME

The name of this corporation is MAPPING SUITE, INC. with a principal and mailing address of 1172 South Dixie Highway, N 551, Coral Gables, Florida 33146.

ARTICLE II

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States, and the State of Florida;
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned; and
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE III

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

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ARTICLE IV**CAPITAL STOCK**

This Corporation is authorized to issue Three Hundred (300) shares of \$15 par value common stock, which shall be designated "common shares".

ARTICLE V**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is: 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of this Corporation at that address is CT Corporation System.

ARTICLE VI**INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) initial directors. The number of directors may be either increased or diminished from time to time pursuant to the Bylaws, but shall never be less than 1. The name and address of each initial director is set forth below:

Jose Derycké
6 Chemin Des Grands Obeaux
59910 Bondues, France

Sibylle Chudzik-Autet
4, Allée Des Fennaisons
59910 Bondues, France

Christian Caron
21 Rue Des Primevères
59390 Toufflers, France

ARTICLE VII**AMENDMENTS TO ARTICLES OF INCORPORATION**

The authority to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto is vested in the shareholders and shall require the affirmative vote of the holders representing at least two-thirds (2/3) of the outstanding common stock of this Corporation.

ARTICLE VIII

AMENDMENTS TO BYLAWS

These Bylaws may be repealed or amended, and new Bylaws may be adopted, by either the Board of Directors or holders representing at least two-thirds (2/3) of the outstanding common stock of this Corporation, but the Board of Directors may not amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE IX

INDEMNIFICATION

This Corporation shall indemnify and may advance expenses to any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE X

INCORPORATOR

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

Fred Taubman, Esq.
Baker & McKenzie
1111 Brickell Avenue, 17th Floor
Miami, Florida 33131

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CT CORPORATION

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 14 day of May, 2004.

INCORPORATOR:



Fred Taubman

**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON
WHOM PROCESS MAY BE SERVED**

WITNESSETH

That **MAPPING SUITE, INC.**, desiring to organize under the laws of the State of Florida, has named **CT Corporation System** as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named 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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607-0505, Florida Statutes.

Dated this 14 day of MAY, 2004

CT CORPORATION SYSTEM

_____, Registered Agent

PETER F. SOUZA
ASSISTANT SECRETARY