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FLORIDA PROFIT CORPORATION OR P.A.

CAMELOT ASSOCIATES, INC.

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ARTICLES OF INCORPORATION OF CAMELOT ASSOCIATES, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge a file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be CAMELOT ASSOCIATES, INC. and the initial address of the corporation shall be BASIL WAITE, 1031 NE Ives Dairy Road, Suite 228, Miami, Florida 33179 and MARSHA AKPODIETE, 1031 NE Ives Dairy Road, Suite 228, Miami, Florida 33179.

ARTICLE II

This corporation may engage in any business permitted under the law of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of <u>Shares Authorized</u>	Par Value <u>Per Share</u>	<u>Class of Stock</u>
10000	\$01	Common

The consideration for all of said stock shall be payable in cash.

ARTICLE IV

This corporation shall commence its existence effective as of JUNE 29, 2004, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholder shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VI

The names and addresses of the first directors of the corporation, who shall hold office for the first year or until his and her successors are duly elected and qualified, shall be BASIL WAITE, c/o AOA Associates, 1031 NE Ives Dairy Road, Suite 228, Miami, Florida 33179 and MARSHA AKPODIETE, 1031 NE Ives Dairy Road, Suite 228, Miami, Florida 33179.

ARTICLE VII

The name and address of the incorporators are BASIL WAITE, c/o AOA Associates, 1031 NE Ives Dairy Road, Suite 228, Miami, Florida 33179 and MARSHA AKPODIETE, 1031 NE Ives Dairy Road, Suite 228, Miami, Florida 33179.

This instrument prepared by:
Alexander O. Akpodiete, Esq.
1031 IVES DAIRY ROAD, SUITE 228
P.O. BOX 694144, MIAMI, FLORIDA, U.S.A. 33269-4144
(305) 914-5688. (305) 914-3696 Fax
(954) 274-6886 Cellular; (561) 610-6100 Pager
Florida bar No. 17728
E-mail: lawyeralex@aol.com

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Articles of Incorporation
CAMELOT ASSOCIATES, INC.
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ARTICLE VIII

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be effected or invalidated by the fact that any of the Directors of this corporation are pecuniarily 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 a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any Director of this corporation, which like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE IX

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law, either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, makes and files these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal 1st day of December, 2003.


 BASIL WAITE, Incorporator


 MARSHA AKPODIETE, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
 OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE
 NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

In compliance with the laws of Florida, the following is submitted:

First, that CAMELOT ASSOCIATES, INC., desiring to organize under the laws of the State of Florida, has named ALEXANDER O. AKPODIETE, ESQ., 1031 Ives Dairy Road, Suite 228, Miami, Florida 33179, County of Miami-Dade, State of Florida, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325, F.S.


 ALEXANDER O. AKPODIETE, ESQ.

Dated 1st day of December, 2003.

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