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TOLSON, ALBERTA

10-19-04  
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## TRANSMITTAL LETTER

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

SUBJECT: SOUTH PAC INITIATIVE, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and 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  
Status

ADDITIONAL COPY REQUIRED

FROM: Michelle G. Trca, Esq.  
Name (Printed or typed)

Michelle G Trca P.A.  
Address

1133 SE 4th Avenue, Ft Lauderdale FL  
City, State & Zip 33316

954 467 6711  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF  
SOUTH RAC INITIATIVE, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**Article I - Name**

The name of the corporation (the "Corporation") is:

**SOUTH RAC INITIATIVE, INC.**

**Article II - Effective Date**

The effective date of these Articles of Incorporation is the date these articles are filed with the Florida Secretary of State.

**Article III - Term**

The Corporation shall have perpetual existence unless dissolved pursuant to law.

**Article IV - Purpose**

The general nature of the services to be rendered by the Corporation shall be all business allowed by law for profit corporations.

**Article V - Capital Stock**

The maximum number of shares of stock which the Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, par value \$1.00 per share.

**Article VI - Address**

The initial street address of the principal office of the Corporation in the State of Florida is **1231 South Andrews Avenue, Ft. Lauderdale, Florida 33316**. The Board of Directors of the Corporation may from time to time move its principal office in the State of

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida to any other place in this State.

#### **Article VII - Directors**

The Corporation shall have three (3) Directors initially. The number of Directors of the Corporation may be either increased or decreased from time to time pursuant to the Bylaws, but shall never be less than three (3).

#### **Article VIII - Initial Directors**

The name and street address of the initial Directors of the Corporation who shall hold office until his or her successor is elected or appointed and shall have qualified is:

Michael Madfis  
1231 South Andrews Avenue  
Ft. Lauderdale, Florida 33316

Jeryl Madfis  
~~1231 South Andrews Avenue~~  
~~Ft. Lauderdale, Florida 33316~~

Cindy Wallick  
1237 SW. 21st Street  
Ft. Laud. 33315

Michelle G. Trca  
1133 S.E. 4<sup>th</sup> Avenue  
Ft. Lauderdale, Florida 33316

#### **Article IX - Incorporator**

The name and street address of the person signing these Articles of Incorporation as Incorporator is:

Jeryl Madfis  
1231 South Andrews Avenue  
Ft. Lauderdale, Florida 33316

#### **Article X - Other Provisions**

1. The shareholders may, pursuant to the Bylaws or by shareholders' agreement, record in the minute book and impose such restrictions on the sale, transfer or encumbrances of the stock of the Corporation as they deem fit.
2. The Board of Directors of the Corporation shall adopt Bylaws for the government of the Corporation which shall be subordinate only to the Certificate of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be

amended from time to time by either the shareholders or the Board of Directors, but the Board of Directors may not alter or amend any Bylaws adopted by the shareholders.

3. The Corporation shall indemnify any Director, officer, employee or agent or former Director, officer, employee or agent of the Corporation, or any person who may have served at the Corporation's request as a Director, officer, employee or agent of another corporation, partnership, joint venture, limited liability company or other enterprise in which the Corporation owns shares of capital stock or other interests, or of which the Corporation is a creditor, against expenses actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she is made a party by reason of being or having been such Director, officer, employee or agent, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The extent, amount and eligibility for the indemnification shall be made by the Board of Directors. Determination will be made by a majority of a committee composed of the Directors not involved in the matter of controversy (when the Corporation has more than one Director and whether or not a quorum; when the Corporation has one Director, that Director alone may find for indemnification). The Corporation may also reimburse any Director, officer, employee or agent the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the Directors not involved in the matter of controversy (when the Corporation has more than one Director and whether or not a quorum; when the Corporation has one Director, that Director alone may find for reimbursement) that it was in the interests of the Corporation that such settlement be made and that such Director, officer, employee or agent was not guilty of negligence or misconduct. Such indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director, officer, employee or agent may be entitled under any Bylaw, agreement, vote of shareholders or otherwise.


#### **Article XI - Registered Agent and Registered Office**

The Registered Agent and Registered Office of the Corporation shall be **Jeryl Madfis, 1231 South Andrews Avenue, Ft. Lauderdale, Florida 33316.**

#### **Article XII - Amendment**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

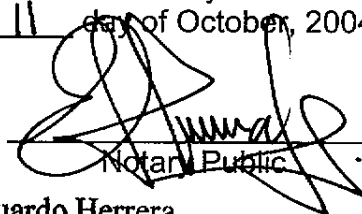
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11 day of October, 2004.

  
\_\_\_\_\_  
Jeryl Madfis, Incorporator

STATE OF FLORIDA     )  
                                  ) SS.  
COUNTY OF BROWARD )

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared **Jeryl Madfis** who is personally known to me or who produced her Florida driver's license as identification, and she swore before me that she executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 11 day of October, 2004.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



**Eduardo Herrera**  
Commission #DD271170  
Expires: Dec 01, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

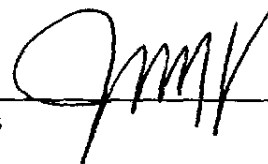
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE**  
**OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE,**  
**NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

That **SOUTH RAC INITIATIVE, INC.**, a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Ft. Lauderdale, County of Broward, State of Florida, has named **Jeryl Madfis** as Registered Agent, who may be served at the registered office of the Corporation at 1231 South Andrews Avenue, Ft. Lauderdale, Florida 33316, Broward County, Florida, as its agent to accept service of process within this State.

Having been named to accept service of process for **SOUTH RAC INITIATIVE, INC.**, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes and all statutes of Florida relative to the performance of my duties as Registered Agent.

Dated this 11 day of October, 2004

\_\_\_\_\_  
Jeryl Madfis



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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