

P08000108328

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H08000273069 3)))



H080002730693ABC2

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

RECEIVED
DEPARTMENT OF STATE
08 DEC 12 PM 3:50

FLORIDA PROFIT/NON PROFIT CORPORATION

ad-frames, inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
He

2008 DEC 12 PM 12:11

FILED

12/12/2008 3:46 PM

408000273069

ARTICLES OF INCORPORATION
OF
Ad-Frames, Inc.

ARTICLE I
NAME

The name of the Corporation is Ad-Frames, Inc.

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Corporation will be: 19 Abaco Road, Key Largo, FL 33037.

ARTICLE III.
DURATION

The corporation shall exist in perpetuity.

ARTICLE IV.
PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V.
CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE VI.
RIGHT OF SHARES OF CAPITAL STOCK

The entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one vote. Nothing in these Articles shall be construed to allow cumulative voting of shares. Shareholders shall not have pre-emptive rights.

ARTICLE VII
REGISTERED AGENT

The name and address of the initial registered agent are:
Gerald V. Walsh
9500 NW 37 Ct.
Coral Springs, FL 33065

408000273069

FILED
2008 DEC 12 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII.
INITIAL BOARD OF DIRECTORS

This Corporation shall have One or more Directors. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

ARTICLE IX.
INITIAL DIRECTORS AND OFFICERS

The name and address of the Members of the First Board of Directors who shall hold office until successors are elected and qualified are as follows:

President, Treasurer and Director:

Stephen J. Compas
290 NE 89 Street
El Portal, FL 33138

Vice President, Secretary and Director:

Patrick C. Meier
19 Abaco Road
Key Largo, FL 33037

ARTICLE X.
INCORPORATION

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

Gerald V. Walsh
9500 N.W. 37 Ct.
Coral Springs, Fl. 33065

ARTICLE XI.
BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

ARTICLE XII.
INDEMNIFICATION


The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

H08000273069

**ARTICLE XIII.
COMMENCEMENT OF CORPORATE EXISTENCE**

Corporate existence shall be deemed to commence on the day of filing.

The undersigned has executed these Articles of Incorporation this
11th day of December, 2008.


Gerald V. Walsh, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provision of Section 701.0301, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the Corporation is Ad-Frames, Inc.

The name of the Registered Agent and Office are:

Gerald V. Walsh
9500 NW 37 Ct.
Coral Springs, FL 33065

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 that capacity.

I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


GERALD V. WALSH, Registered Agent

H08000273069

2008 DEC 12 PM 12:11
SECRETARY OF STATE
FLORIDA

FILED