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Florida Department of State  
Division of Corporations  
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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  
08 DEC 30 AM 7:53  
DIVISION OF CORPORATION

FLORIDA PROFIT/NON PROFIT CORPORATION

banx star, inc.

|                       |         |
|-----------------------|---------|
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APPROVED AND FILED  
09 DEC 30 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight DEC 31 2008



**OFFICE OF FINANCIAL REGULATION**

**ALEX HAGER**  
ACTING COMMISSIONER

**FINANCIAL SERVICES  
COMMISSION**

**CHARLIE CRIST**  
GOVERNOR

**BILL MCCOLLUM**  
ATTORNEY GENERAL

**ALEX STINK**  
CHIEF FINANCIAL OFFICER

**CHARLES BRONSON**  
COMMISSIONER OF  
AGRICULTURE

December 30, 2008

Ms. Anna Booth  
9130 South Dadeland Blvd.  
Two Datan Center - Penthouse 1A  
Miami, FL 33156

Dear Ms. Booth:

Re: Banx Star, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida. However, this does not give one the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,

Linda B. Charity  
Director

LBC:bk

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,  
Department of State

08 DEC 30 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

MAILING ADDRESS: DIVISION OF FINANCIAL INSTITUTIONS  
200 EAST GARNER STREET, TALLAHASSEE, FLORIDA 32399-0371  
(850) 410-9800 • FAX (850) 410-9348

Affirmative Action / Equal Opportunity Employer

MPRE CORP 12/30/2008 11:55 AM KIT 38563396965MPRE CORP 12/30/2008 11:55 AM



December 30, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMPIRE

SUBJECT: BANK STAR, INC.  
REF: W08000057059

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Office of Financial Institutions, pursuant to section 655.922(2a), Florida Statutes.

An effective date may be added to the Articles of Incorporation if a 2009 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: E08000279364  
Letter Number: 408A00061933

P.O BOX 6327 - Tallahassee, Florida 32314



To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Section 507.141, Florida Statutes or any statute enacted in its stead;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall determine to be in aid of governmental policy;

To pay pensions and establish pensions plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who incurs any cost, damage, injury, judgment, or expense, as such cost, damage, injury, judgment, or expense is incurred, by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the fullest extent as permitted by Florida Statute Section 607.014;

#### ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1,000, having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE VI

The name and address of the initial Registered Agent of this corporation shall be:

Robert Santiago, Esquire  
WOODBURY & SANTIAGO, P.A.  
9130 S. Dadeland Blvd.  
Two Datan Center - PH1A  
Miami, Florida 33156

#### ARTICLE VII

The initial board of directors shall consist of a total of one (1) person and the name and address of the person who is to serve as an initial director is:

George Vergoulias  
President

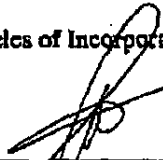
12230 SW 130<sup>th</sup> Street  
Miami, Florida 33186

#### ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

George Vergoulias  
12230 SW 130<sup>th</sup> Street  
Miami, Florida 33186

The undersigned has executed these Articles of Incorporation this \_\_\_\_\_ day of December, 2008.

  
\_\_\_\_\_  
Incorporator  
George Vergoulas

