

9-25-09
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COVER LETTER

FILED
2009 SEP 22 P 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Domestication of South Carolina Corporation: CST USA, INC.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status \$ 8.75

Alberto N. Moris, Esquire
Name (printed or typed)

8700 West Flagler Street #170
Address

Miami, Florida 33174
City, State & Zip

305-559-1600
Daytime Telephone Number

psolis@anmfa.com
E-mail address: (to be used for future annual report notification)

CERTIFICATE OF DOMESTICATION

The undersigned, Toni Sims, President
(Name)
of CST USA, INC.
(Corporation Name) a foreign corporation,
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

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2009 SEP 22 PM 03
CLERK OF STATE
TALLAHASSEE, FLORIDA

1. The date on which corporation was first formed was May 28, 2004
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was South Carolina
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was CST USA, INC.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is CST USA, INC.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was South Carolina
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of CST USA, INC.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 21 day of September, 2009.

Toni Sims
(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

**ARTICLES OF ORGANIZATION
OF
CST USA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation is: CST USA, INC.

ARTICLE II – NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is screen imaging.

A) To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand (1000) shares of common stock, each share having the par value of One (\$.01) Cent currency of the United States of America.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

ARTICLE IV – PRE-EMPTIVE RIGHTS

In the event that any authorized, but un-issued stock, is to be issued, or any new class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bonds, notes, debentures, or other securities, convertible into stock, are to be issued, the holders of shares of the corporation at the time such authorized, but un-issued stock, such new class of stock, or such increase is offered for subscription or such bonds, notes, debentures, or other securities convertible into stock are offered for sale, shall have the right to subscribe for the share of such authorized, but un-issued stock, the shares of such new class of stock, the shares of such increased stock, or to buy such bonds, notes, debentures, or other securities, convertible into stock, before the same is offered for public subscription or sale, in proportion to the number of shares owned respectively by each of the holders of such stock.

ARTICLE V – TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI – ADDRESS

The initial address of the principal office of this organization is to be 8700 West Flagler Street, Suite 170B, Miami Florida 33174. The Board of Directors may, from time to time, designate such other address and place of the principal office of this corporation as it may see fit.

ARTICLE VII – DIRECTORS

The number of directors may be increased from time to time in the manner set forth in the By-laws, but the number of directors shall never be less than one.

ARTICLE VIII – INITIAL DIRECTORS

The name and address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified, are as follows:

TONI SIMS
8700 West Flagler Street
Suite 170B
Miami, Florida 33174

ARTICLE IX – INCORPORATION

The name and street address of the first Officers who shall hold office until their successors are elected or appointed and have qualified, are as follows:

TONI SIMS, President
8700 West Flagler Street
Suite 170B
Miami, Florida 33174

ARTICLE X – INCORPORATOR

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

Alberto N. Moris, Esquire
8700 West Flagler Street, Suite 170
Miami, FL. 33174

ARTICLE XI – CONFLICT OF INTEREST

No contract between this corporation and other corporations or another individual shall be invalidated solely by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this corporation.

ARTICLE XII – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII – SERVICE OF PROCESS

All legal service shall be made upon ALBERTO N. MORIS, ESQUIRE, the Registered Agent, at 8700 W. Flagler Street, Suite 170, Miami, Florida 33174.

ARTICLE XIV – INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified and be held harmless by the corporation against any and all claims and/or liabilities to which he has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to

have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses including legal expenses on appeal matter.

The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

IN WITNESS WHEREOF, the foregoing Articles of Incorporation were executed this 21st day of September, 2009


By: ALBERTO N. MORIS


STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 21st day of September, 2009, by ALBERTO N. MORIS. ALBERTO N. MORIS is personally known to me.



Shirley P. Solis
COMMISSION #DD829109
EXPIRES: OCT. 07, 2012
WWW.AARONNOTARY.COM


NAME: _____
My Commission Expires: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: **CST USA, INC.** WITH ITS PRINCIPAL PLACE OF BUSINESS AT 8700
WEST FLAGLER STREE, SUITE 170B, MIAMI, STATE OF FLORIDA, 33174, HAS
NAMED ALBERTO N. MORIS, LOCATED AT 8700 WEST FLAGLER STREET, SUITE
170, MIAMI, FLORIDA 33174 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS.

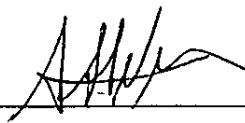
DATED: SEPTEMBER 21, 2009


ALBERTO N. MORIS, Incorporator

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 PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED: SEPTEMBER 21, 2009

ALBERTO N. MORIS, Registered Agent

By: 
ALBERTO N. MORIS

2009 SEP 22 P 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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