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AMRMIAMI2707 IN	————— NC.		-
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			Art of Inc. File
· · · · · · · · · · · · · · · · · · ·	·		LTD Partnership File
			Foreign Corp. File
			L.C. File
			Fictitions Name File
			Trade/Service Mark
			Merger File
			Art. of Amend. File
			RA Resignation
			Dissolution / Withdrawal
			Annual Report / Reinstatement
			Cert. Copy
			Photo Copy
			Certificate of Good Standing
			Certificate of Status
			Certificate of Fictitious Name
			Corp Record Search
			Officer Search
			Fictitious Search
Signature			Fictitious Owner Search
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Name	Date	Time	UCC 11 Search
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Walk-In	-		Courier

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#### ARTICLES OF INCORPORATION

OF

# AMRMIAMI2707 INC.

The undersigned, LESLIE WOODS, acknowledges and files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

I

### NAME AND ADDRESS:

The name of this Corporation shall be:

AMRMIAMI2707 INC.

The principal office of the Corporation will be:

300 Biscayne Boulevard, Suite 2707 Miami, FL 33131

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# **BUSINESS:**

The general nature of the business and businesses to be transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose

of accomplishing any of the objects hereinabove mentioned shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State and which now or hereafter may be authorized by law.

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# SHARES:

The authorized capital stock of this Corporation shall consist of: 1,000 shares of common stock, \$1.00 par value.

IV

## EXISTENCE:

The Corporation shall have perpetual existence.

V

# REGISTERED OFFICE AND REGISTERED AGENT:

The initial street address of the Corporation's initial registered office is 16375 Northeast 18th Avenue, Suite 225, North Miami Beach, Florida 33162. The initial Registered Agent for the Corporation is IRA R. SHAPIRO located at the initial registered office address of the Corporation.

# **DIRECTORS**:

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified.

### VII

# FIRST BOARD:

The following shall constitute the first Board of Directors of the Corporation:

NAME

**ADDRESS** 

LESLIE WOODS

1484 Adamson St

Mississauga, ON L5C 1B5 Canada

SALINE HAGE

1484 Adamson St

Mississauga, ON L5C 1B5 Canada

### VIII

# **INCORPORATOR:**

The name and address of the initial Incorporator of the Corporation is as follows:

NAME

**ADDRESS** 

LESLIE WOODS

1484 Adamson St

Mississauga, ON L5C 1B5 Canada

IX

# **GENERAL PROVISIONS:**

- (a) The private property of the Stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.
- (c) A Director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.
- (d) The Corporation shall indemnify each Director and Officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an Officer or Director of the Corporation (whether or not he continues to be an Officer or Director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

SUBSCRIBED this $\overline{Z}$ day of $\underline{\hspace{1cm}}$	<u> </u>
	80
	LESLIE WOODS

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# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

# AMRMIAMI2707 INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That AMRMIAMI2707 INC. 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 Aventura, County of Miami-Dade, State of Florida, has named IRA R. SHAPIRO, located at 16375 Northeast 18th Ave., Suite 225, N. Miami Beach, FL 33162, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

IRAR SHAPII