

P95000002156

January 4, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of AMERICAN IMMIGRATION COUNCIL, INC.

Dear Sir/Madam:

Please find enclosed the amount of \$122.50 representing state fee for incorporation.

Kindly forward a copy of certification to the below-marked address.

Thank you for your cooperation in this matter.

Very truly yours,

Annette S. Whitler
Annette S. Whitler

ASW/sw

Enclosures

Law Offices of Gerard F. Lazzara
3471 North Federal Highway
Suite #606
Fort Lauderdale, FL 33306

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AMERICAN IMMIGRATION COUNCIL, INC.

THE UNDERSIGNED, Annette S. Whitler executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND MAILING ADDRESS

A. The name of this corporation shall be:

AMERICAN IMMIGRATION COUNCIL, INC.

B. The mailing address of this corporation shall be at:

3471 N. Federal Highway, Suite 606
Fort Lauderdale, Florida 33306

C. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal office to any other address or place in Florida. Said corporation shall have the power to conduct its business outside the State of Florida, or in any and all of the several States and Territories of the United States, including the District of Columbia, and any and all foreign countries and may have one or more offices in any of said places.

ARTICLE II - EXISTENCE

This corporation shall commence existence upon:

The filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation and its objects and powers shall be as follows:

To transact any and all lawful business under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

A. The aggregate number of shares which this corporation shall have authority to issue in the total sum of 1,000,000 shares, having an individual par value of \$.01 per share.

B. The capital stock may be paid for in property, labor, services or cash.

C. 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 V - INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than \$1,000.00

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

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

Registered Office:

3471 N. Federal Highway, Suite 606
Fort Lauderdale, Florida 33306

Registered Agent:

Annette S. Whitler

I hereby accept the above appointment as registered agent:

Annette S. Whitler
Annette S. Whitler

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of member or members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. The names and addresses of the directors constituting the initial Board of Directors is/are:

Name: Annette S. Whitler

Address: 3471 N. Federal Highway, Suite 606
Fort Lauderdale, Florida 33306

ARTICLE VII - INCORPORATOR

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

Name: Annette S. Whitler

Address: 3471 N. Federal Highway, Suite 606
Fort Lauderdale, Florida 33306

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers exercising powers and duties of a director, to the full extent of the law now or hereafter permitted.

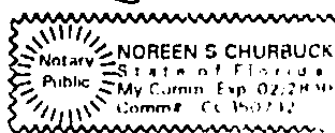
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of January 1995.

Annette S. Whitler
Annette S. Whitler

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Annette S. Whitler known to me and known by me to be the person who executed the foregoing Article of Incorporation or who has produced a Florida driver's license identification, and who did (did not) take an oath that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the state and county aforesaid, this 4 day of January, 1995



My Commission Expires

NOTARY PUBLIC, STATE OF FLORIDA
[Signature]