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409 EAST GAINES STREET MIAMI FL 33135-

TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT FAX: (904) 922-4000 PHONE: (305) 541-3694

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(((H95000001212))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ZTC, INC.

FAX AUDIT NUMBER: H95000001212 CURRENT STATUS: REQUESTED DATE REQUESTED: 01/30/1995 TIME REQUESTED: 16:02:39

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ARTICLES OF INCORPORATION

ETC, INC.

ARTICLE I

The name of this corporation shall be:

ETC, INC.

ARTICLE II

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This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue at any time is 1,000 share of \$1.00 par value each.

ARTICLE IV

The Shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or to acquire shares of the corporation to the extent that the Stockholders might so specifically set forth. Lacking this affirmative action by the Stockholders, there shall be no such preemptive rights.

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at 6420 Miami Lakeway South, Miami Lakes, Florida 33014 with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities, or countries as may from time to time be authorized by its Board of Directors.

PREPARED BY: GUIDO A. AGUILERA, ESQ. FLORIDA BAR NO. 135749
815 PONCE DE LEON BLVD.
CORAL GABLES, FL. 33134 (305) 445. 8748

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ARTICLE VII

The initial registered office of this corporation shall be at 6420 Miami Lakeway South, Miami Lakes, Plorida 33014. The initial registered agents at such address shall be:

EDWARD SARET

ARTICLE VIII

This corporation shall at all times have at least one and not more than three Directors who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation.

ARTICLE IX

The names and address of the Members of the First Board of Directors who shall hold office until the first Annual Meeting of Shareholders and/or until their successors are elected and qualified or until their earlier resignation, removal from office, or death, are:

EDWARD SARET 6420 MIANT LAKEWAY SOUTH MIANT LAKES, FLORIDA 33014

ARTICLE X

The names and addresses of the subscribers are:

EDWARD ZARET 6420 HIAMI LAKEWAY SOUTH MIAMI LAKES, PLORIDA 33014

ARTICLE XI

The By-Laws of this corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

known

ARTICLE ALL

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter ressonably incurred by or imposed upon his in connection with, or resulting from any action, suit or proceedings, of whatever nature, to which he or she is or shall be made a part by reason of his or her being or having been a director of the corporation (whether or not he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon his).

However, an exception is made to the above in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed in him as such Director. The right of indomnification horein provided for shall not be exclusive of other rights to which any such person may now or horeafter be entitled as a matter of law.

IN WITHESS WHEREOF, the undersigned have made, subscribed and anknowledged these Articles of Incorporation, this 30 day of January, 1995.

EDWARD BARET

STATE OF PLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this who day of Tonument, 1995, by EDMARD SARET, who is/are personally known to me and who did take an oath.

My Commission expires:

RADUAL FERNANDER MOTARY PUBLIC-STATE OF FLORIDA COMMISSION NO.

FIACUEL PRIVANCES My Commission (2021)4666 Status Step. St., 1987 Sended by HAI 800-422-1866

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

IN COMPLIANCE WITH SECTION 49,091, PLORIDA STATUTES, THE POLICHING IS SUBMITTED:

FIRST, THAT ETC, INC. DESIRING TO ORGANISE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI LAWSS, STATE OF FLORIDA, MAS MANSD EDWARD EARST, LOCATED AT CITY OF MIAMI LAWSS, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS-WITHIN FLORIDA.

SIGNATURE:

(SUBSCRIBER)

DATE:

JAN. 90 \$ 1995

HAVING BEEN HAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE FLACE 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 PROPER AND COMPLETS PERFORMANCE OF MY DUTIES.

SIGNATURE:

(RESIDENT AGENT)

DATE:

JAN. 30 4, 1995

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8.1.96 Florida Depot of State Dir. of Corp. P.O. Box 6327 Vallahessee, FC. 323/4 Teutlemen. Endosed please find the articles of dissolution for ZTC/AC

Thank you.

Edward Saret 6420 Miani Sakeway South Miami, FC 33014. (305) 556-8979

> Dissolved 8/20/96

ARTICLES OF DISSOLUTION

TARCE TO BE SEED TO BE

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: Z T C, INC.
SECOND:	The date dissolution was authorized: 7/30/96
THIRD:	Adoption of Dissolution (CHECK ONE)
Diss was	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Disse	olution was approved by vote of the shareholders through voting groups.
Ti ei	he following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The	number of votes cast for dissolution was sufficient for approval by
-	(voting group)
Signed	(By the Chairman or Vice Chairman of the Board, President, c; other officer)
	Edward Zaret
	(Typed or printed name)
•	Pres.
	(Title)