

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000008863

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 535472 80697A

AUTHORIZATION :

COST LIMIT : 9 PPD

5000001396385
-02/02/95--01047--008
***131.25 ***131.25

ORDER DATE : February 2, 1995

ORDER TIME : 9:39 AM

ORDER NO. : 535472

CUSTOMER NO: 80697A

CUSTOMER: Diana Ross, Legal Asst
ADLER TOLAR & ADLER

Suite 4
1700 Northeast 26th Street
Fort Lauderdale, FL 33305

DOMESTIC FILING

P95000008863

NAME: HAGGARTY'S, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

mm
2-2-95
04/A/A01

RECEIVED
95 FEB -2 AM 11:19
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
95 FEB -2 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HAGGARTY'S, INC.

FILED
95 FEB -2 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is:

HAGGARTY'S, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida; which purpose shall include, but not be limited to business ventures.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of common stock with One Hundred Dollars (\$100.00) par value per share, which shall be designated "Common Shares."

ARTICLE V

Section 1.

Dividends: The directors may declare and pay dividends upon the Common Shares.

Section 2.

Rights Upon Liquidation or Dissolution: In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 3.

Voting Rights: Except as otherwise provided by law, the

entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The street address of the initial principal office of this corporation is:

Post Office Box 1705
Hallandale, Florida 33009-1705

and the name of the initial Registered Agent of this corporation is:

DIANA C. ROSS

whose address is:

5200 Northeast 14th Way, # 303
Fort Lauderdale, Florida, 33334

ARTICLE VIII

This corporation shall have One (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be more than One (1). The names and addresses of the initial directors of this corporation are:

SIMON CLEMENS as PRESIDENT OF ALSIMON, INC.
Post Office Box 1705
Hallandale, Florida 33009-1705

ARTICLE IX

The name and address of the person signing these Articles are:

SIMON CLEMENS as PRESIDENT OF ALSIMON, INC.
Post Office Box 1705
Hallandale, Florida 33009-1705

ARTICLE X

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors acting alone and in the shareholders acting alone, except that only the shareholders shall have the power to adopt, alter, amend or repeal By-Laws effecting restrictions on the sale, transfer or other disposition of any corporation stock.

ARTICLE XII

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth opposite his/her name:

ALSIMON, INC.
Post Office Box 1705
Hallandale, Florida 33009

100 Shares

All shares held by shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to this corporation or, upon refusal, to the remaining shareholders. The price and terms at which and the time within which such shares may be offered and sold and, further, specifically to whom offered, shall be specified in detail in the By-Laws of this corporation.

The adoption, alteration, amendment or repeal of any By-Law dealing with transfer of stock shall require a unanimous vote of the shareholders of the corporation.

ARTICLE XIII

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shareholders represented at the meeting and entitled to vote on the subject matter shall be the act of the

shareholders.

ARTICLE XIV

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation; however, a unanimous vote of the shareholders is required to amend or repeal any provisions contained in these Articles of Incorporation regarding the restrictions on ownership, transfer, sale or other disposition of stock.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of January, 1995 to be effective the 26th day of January, 1995.

ALSIMON, INC.

BY: Simon Clemens *PRESIDENT*

SIMON CLEMENS as President

STATE OF FLORIDA)

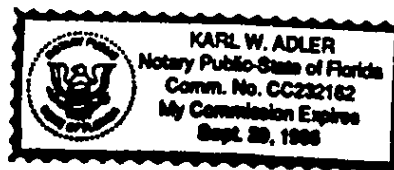
COUNTY OF BROWARD)

THE FOREGOING instrument was acknowledged before me this 27th day of January, 1995, by who produced a Florida Driver's License as identification and who did take an oath.

Karl W. Adler

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
AND PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED, AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, F.S.:

HAGGARTY'S, INC., organized under the laws of the State of Florida, with
its principal office at Post Office Box 1705, Hallandale, Florida 33009,
has named DIANA CLEMENS ROSS, located at 5200 Northeast 14 Way #303, Fort
Lauderdale, Florida 33334 as its Agent to accept service of process
within the State.

NEWLY ELECTED OFFICERS:

<u>Name & Title</u>	<u>Address</u>
SIMON CLEMENS - President	Post Office Box 1705 Hallandale, FL 33009
LOLA CLEMENS - Secretary	Post Office Box 1705 Hallandale, FL 33009

NEWLY APPOINTED DIRECTORS:

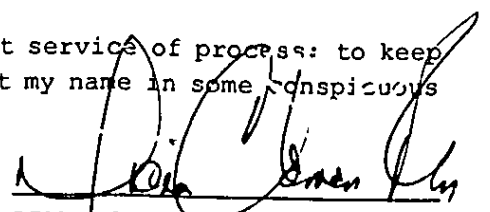
SIMON CLEMENS - Director
AL SHEARS - Director

ALSIMON, INC.

BY: 

SIMON CLEMENS, President

I agree, as Registered Agent, to accept service of process: to keep
office open during prescribed hours; to post my name in some conspicuous
place in office as required by law.


DIANA CLEMENS ROSS
Registered Agent

FILED
95 FEB -2 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA