

P95000011266

Mr. Herman Adarme
2307 North Ocean Boulevard
Ft. Lauderdale, FL 33305

Secretary of State of Florida
Corporation Division
Capitol Building
Tallahassee, Florida 32304

FEDERAL EXPRESS

600001390986
01/27/95 - 01012 - 001
*****70.00 *****70.00

RE: CAD/CAM Implementations, Inc.

Gentlemen:

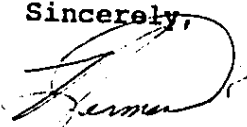
Enclosed for filing please find the following:

- (a) Original and one (1) copy of Articles of Incorporation;
- (b) Original and one (1) copy of Certificate Designating Place of Business for the Service of Process within the State of Florida naming Noel Adarme as the agent upon whom process may be served;
- (c) Consent of Noel Adarme to serve as registered agent; and
- (d) Check in the amount of \$70.00 to cover your filing fees in this regard.

Please file the enclosed Articles and forward evidence of same together with a certified copy of the Articles to my attention at the above address.

Thank you for your attention to this matter.

Sincerely,


Herman Adarme

/HA
Enclosures

EFFECTIVE DATE

FEB - 7 1995

FILED
95 FEB - 9 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN FEB - 9 1995

February 7, 1995

Teresa Brown
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: CAD/CAM Implementations Inc.
Ref No.: W95000002235

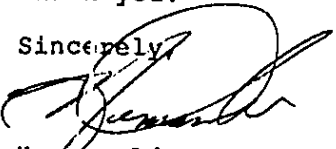
Dear Ms. Brown:

Enclosed please find the corrected copies of the Articles of Incorporation.

If you need to contact me for any reason, please do so at 407-796-3017.

Thank you.

Sincerely,



Herman Adarme



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 1, 1995

HERMAN ADARME
2307 NORTH OCEAN BLVD.
FORT LAUDERDALE, FL 33305

SUBJECT: CAD/CAM IMPLEMENTATIONS, INC.
Ref. Number: W9500002235

We have received your document for CAD/CAM IMPLEMENTATIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 995A00004176

EFFECTIVE DATE

FEB - 7 1995

ARTICLES OF INCORPORATION

OF

CAD/CAM IMPLEMENTATIONS, INC.

FILED
95 FEB -9 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a natural person, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "corporation") is CAD/CAM Implementations, Inc.

SECOND: The duration of the corporation shall be perpetual.

THIRD: The principal place of business and mailing address of this corporation is 2307 North Ocean Boulevard, Ft. Lauderdale, Florida, 33305.

FOURTH: The purposes for which the corporation is initially organized, which shall continue to be the purposes of the corporation until and if the same shall be amended pursuant to the provisions of the Florida Business Corporation Act, are as follows:

To carry on a general mercantile, industrial, investing, and trading business in all its branches; to devise, invent, manufacture, fabricate, assemble, install, service, maintain, alter, buy, sell, import, export, license as licensor or licensee, lease as lessor or lessee, distribute, job, enter into, negotiate, execute, acquire, and assign contracts in respect of, acquire, receive, grant, and assign licensing arrangements, options, franchises, and other rights in respect of, and generally deal in and with, at wholesale and retail as principal, and as sales, business, special, or general agent, representative, broker, factor, merchant, distributor, jobber, advisor, and in any other lawful capacity, goods, wares, merchandise, commodities, and unimproved, improved, finished, processed, and other real, personal, and mixed property of any and all kinds, together with the components, resultants, and by-products thereof; to acquire by purchase or otherwise own, hold, lease, mortgage, sell, or otherwise dispose of, erect, construct, make, alter, enlarge, improve, and to aid or subscribe toward the construction, acquisition, or improvement of any factories, shops, storehouses, buildings, and commercial and retail establishments of every character, including all equipment, fixtures, machinery, implements, and supplies necessary, or incidental to, or connected with any of the purposes or business of the corporation; and generally to perform any and all acts connected therewith or arising therefrom or incidental thereto, and all acts proper or necessary for the purpose of the business.

To engage generally in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage, operate, deal in, and dispose of real estate, real property, lands, multiple-dwelling structures, houses, buildings, and other works and any interest or right therein; to take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, chattels real, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may be lawfully acquired, held, or disposed of; and to acquire, purchase, sell, assign, transfer, dispose of, and generally deal in and with, as principal, agent, broker, and in any lawful capacity, mortgages and other interest in real, personal, and mixed properties; to carry on a general construction, contracting, building, and realty management business as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity.

To apply for, register, obtain, purchase, lease, take licenses in respect of, or otherwise acquire, and to hold, own, use, operate, develop, enjoy, turn to account, grant licenses and immunities in respect of, manufacture under and to introduce, sell, assign, mortgage, pledge, or otherwise dispose of, and, in any manner deal with and contract with reference to:

(a) inventions, devices, formulae, processes, and any improvements and modifications thereof;

(b) letters patent, patent rights, patented processes, copyrights, designs, and similar rights, trade-marks, trade symbols, and other indications of origin and ownership granted by or recognized under the laws of the United States of America or of any state or subdivision thereof, or of any foreign country or subdivision thereof, and all rights connected therewith or appertaining thereunto;

(c) franchises, licenses, grants, and concessions.

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporation Act.

To have all of the powers conferred upon corporations organized under the Florida Business Corporation Act whether granted by specific statutory authority or by operation of law.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is 100,000, all of which are of a par

value of one dollar (\$1.00) each and are of the same class and are to be common shares.

SIXTH: Each share of the corporation shall entitle the holder thereof to a preemptive right, for a period of thirty (30) days, to subscribe for, purchase, or otherwise acquire any shares of the same class of the corporation or any equity and/or voting shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of the same class of the corporation or of equity and/or voting shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire unissued shares of the same class of the corporation or equity and/or voting shares of any class of the corporation, whether now or hereafter authorized or created, and whether the proposed issue, reissue, or grant is for cash, property, or any other lawful consideration; and after the expiration of said thirty (30) days, any and all of such shares, rights, options, bonds, securities, or obligations of the corporation may be issued, reissued, or granted by the Board of Directors, as the case may be, to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine. As used herein, the terms "equity shares" and "voting shares" shall mean, respectively, shares which confer unlimited dividend rights and shares which confer unlimited voting rights in the election of one or more directors.

SEVENTH: The address of the initial registered office of the corporation in the State of Florida is 2307 North Ocean Boulevard, Ft. Lauderdale, Florida, 33305, County of Broward; and the name of the initial registered agent of the corporation at such address is Noel Adarme.

EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is one (1).

The name and the address of the person who is to serve as the sole member of the initial Board of Directors of the corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Herman Adarme	2307 North Ocean Boulevard Ft. Lauderdale, Florida 33305

NINTH: The name and the address of the incorporator is as follows:

NAME

Herman Adarme

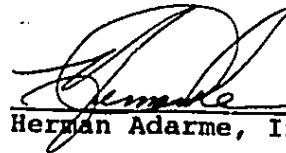
ADDRESS

2307 North Ocean Boulevard
Ft. Lauderdale, Florida 33305

TENTH; The corporate existence of the corporation shall commence as of the date and time upon which the incorporator named in these Articles of Incorporation shall have subscribed and acknowledged the same.

IN WITNESS WHEREOF, I do hereby subscribe these Articles of Incorporation on _____, 1995, at 9:00 a.m.

FEBRUARY 7, 1995



Herman Adarme, Incorporator

**ACCEPTANCE OF APPOINTMENT
BY REGISTERED AGENT**

Pursuant to the provisions of the Florida General Corporation Act, the undersigned does hereby accept its appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation, and does hereby accept the obligations of Section 607.325, Florida General Corporation Act.

Noel Adarme
Noel Adarme

FILED
95 FEB -9 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA