

Charter Number Only

1-11-95  
P 950000/5298

LAMBERT W. CLAIR

Requestor's Name

4627 Ponce De Leon Blvd.

Address

Coral Gables FL 33144

City

State

ZIP

Phone

OR  
FLORIDA  
DIVISION OF  
CORPORATION  
ONLY

000001385560  
-01/20/95--01061--023  
\*\*\*122.50 \*\*\*122.50

CORPORATION(S) NAME

THE KISS CORPORATION

FILED  
FEB 23 7 11 PM '95  
STATE OF FLORIDA



EMPIRE Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

H. SIMS JAN 20 1995

502

W95-1436



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
95 FEB 23 PM 12:02  
DIVISION OF CORPORATIONS

February 3, 1995

EMPIRE

MIAMI, FL

SUBJECT: THE O.P.K. CORPORATION  
Ref. Number: W95000001436

FILED  
95 FEB 23 PM 1:49  
DIVISION OF CORPORATIONS

We have received your document for THE O.P.K. CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6052.

Hope Sims  
Corporate Specialist

Letter Number: 895A00002481



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 20, 1995

EMPIRE

MIAMI, FL

SUBJECT: THE KISS CORPORATION  
Ref. Number: W95000001436

FILED  
95 FEB 23 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for THE KISS CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Hope Sims  
Corporate Specialist

Letter Number: 895A00002481

RECEIVED  
95 FEB 23 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EXPEDITERS MANAGEMENT CORPORATION

ARTICLE I - NAME

The name of this corporation is

EXPEDITERS MANAGEMENT CORPORATION

ARTICLE II - PURPOSE

The corporation shall be authorized to transact all legal business of any nature.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value Per</u> <u>Share</u>	<u>Class of</u> <u>Stock</u>
100	\$1.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

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 prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT

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

10742 North Kendall Drive  
Unit L7  
Miami, Fl. 33176

and the name and address of the initial registered agent of this corporation is:

Name  
Olga Kiss

Address  
10742 North Kendall Drive, Unit L7  
Miami, Fl. 33176

FILED  
95 FEB 23 PM 1:49  
CLERK OF DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

#### ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Olga Kiss	10742 North Kendall Drive, Unit L7 Miami, Fl. 33176

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Article of Incorporation is:

<u>Name</u>	<u>Address</u>
Olga Kiss	10742 North Kendall Drive, Unit L7 Miami, Fl. 33176

#### ARTICLE IX - BY-LAWS

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE X - INDEMNIFICATION

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

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18<sup>th</sup> day of January, 1995.

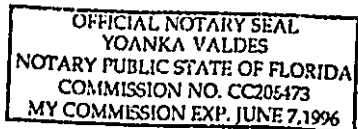
*Olga Kiss*  
Incorporator, Director and  
Registered Agent

STATE OF FLORIDA

COUNTY OF Orlando

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared Olga Kiss known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me the execution of same freely and voluntarily for the purpose therein expressed and who is known to me or who has produced FL Drivers License K200-65576 and did/did not take an oath. 951

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16<sup>th</sup> day of January, 1995.



*Yoanka Valdes*  
NOTARY PUBLIC STATE OF  
Florida at Large

My commission expires:


CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that EXPEDITERS MANAGEMENT CORPORATION  
(Name of Corporation)  
desiring to organize under the laws of the State of FLORIDA  
(Florida)  
with its principal office, as indicated in the articles of  
incorporation has named OLGA KISS  
(Name of Registered Agent)  
located at 10742 N. Kendall Dr., Unit L7, Miami, County of DADE  
(City) (County)  
State of Florida, as its agent to accept service of process within  
this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

  
Registered Agent

FILED  
MAR 23 11:49  
TALLAHASSEE