

(((H95000002889)))

TO: DIVISION OF CORPORATION

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT, CO.

1492 W FLAGLER ST

SUITE 200

MIAMI FL 33135-

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: COMNTRAC, INC.

FAX AUDIT NUMBER: H95000002889

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

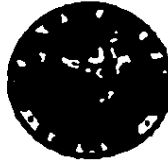
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MAR-14-1995 14:26 FROM EMPIRE

TO

19949224000

P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 14, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CONTRAC INC.
REF: W95000003621

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Loria Poole
Corporate Specialist

FAX Aud. #: H95000002889
Letter Number: 295A00011314

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

(5)

**ARTICLE OF INCORPORATION
OF**

Commptrac Inc..

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER
THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY ADOPT THE
FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

THE NAME OF THE CORPORATION **Commptrac Inc..**

ARTICLE TWO

THE DURATION OF THE CORPORATION IS PERPETUAL

ARTICLE THREE

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED
ARE:

1. TO ENGAGE IN THE BUSINESS OF ANY AND ALL LAWFUL BUSINESS
CONNECTED WITH EXPORT/IMPORT
2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH CORPORATIONS
MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT,
AND ENGAGE IN ANY OTHER TRADE OR BUSINESS WHICH CAN, BE
ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH OR AUXILIARY TO THE
FOREGOING BUSINESS.
3. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FOREGOING OR NECESSARY
OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS
AUTHORIZED TO ISSUE IS 1,000 SHARES. SUCH SHARES SHALL BE OF A SINGLE
CLASS, AND SHALL HAVE A PAR VALUE OF \$ 1.00

Prepared By Brito & Brito Accounting, Inc.
407 Lincoln Rd #5B
Miami Beach, FL 33139
WIS BRITO
(305) 534.9292

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE FIVE

THE STREET ADDRESS OF THE INITIAL REGISTERED AND PRINCIPAL OFFICE OF THE CORPORATION IS : LUIS G. BRITO, 407 LINCOLN RD SUITE 5-B MB, FL 33139 AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS:
LUIS G. BRITO

ARTICLE SIX

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS Two (2) THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

PRESIDENT Jonathan Hollander

SECRETARY Sheldon Perluss

TREASURER

VICE PRESIDENT

ARTICLE SEVEN

THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS:

Jonathan Hollander I WITNESS WHERE OF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED THESE ARTICLES OF INCORPORATION AT MIAMI, FLORIDA
THIS 13 DAY OF Mar 1995


INCORPORATOR

Jonathan Hollander

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**STATE OF FLORIDA
COUNTY OF DADE**

**BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS
IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED
Jonathan Hollander KNOWN TO BE AND KNOWN BY ME TO BE THE PERSON WHO
EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE/SHE
ACKNOWLEDGED BEFORE ME THAT HE/SHE EXECUTED THOSE ARTICLES OF
INCORPORATION.**

**IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND
COUNTY ABOVE, ON 13 DAY OF Mar. 1995.**


**NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES**



**BILL DUON
COMMISSION # CC 481702
EXPIRES JAN 4, 1999
BONDED THROUGH
ATLANTIC BONDING CO., INC.**

ACCEPTANCE BY REGISTERED AGENT

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED
CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY
DUTIES.**


**REGISTERED AGENT
LUIS G. BRITO**

**STATE OF FLORIDA
COUNTY OF DADE**

**BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENT
IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED**

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MAR-14-1995 14:28 FROM ENPIRE


TO

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LUIS G. BRITO _____, KNOW TO BE AND KNOW BY ME TO
EXECUTED THE FOREGOING ACCEPTANCE BY REGISTERED AGENT, AND HE
ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THAT ACCEPTANCE ON
___13___ DAY OF _Mar._ 1995.



NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES



BILL OLSON
COMMISSION # CC 431708
EXPIRES JAN 4, 1996
BONDED THRU
ATLANTIC BONDING CO., INC.

Prepared By Brito & Brito Accounting, Inc.
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Miami Beach, Fl. 33139
Luis Brito
(305) 534.9292

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