

P95000021952

TO: DIVISION OF CORPORATIONS
INC.

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
33308-0000-0000
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CAN-AM IMMIGRATION CLINIC,

6245 N. FEDERAL HWY
SUITE 502
FT LAUDERDALE FL

CONTACT: ROCARD PARENTEAU
PHONE: (305) 351-7063
FAX: (305) 776-2090

((H95000003051)))
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: CAN-AM IMPORT-EXPORTS FRANCHISING CONSULTING
SERVICES, INC.

FAX AUDIT NUMBER: H95000003051
DATE REQUESTED: 03/16/1995
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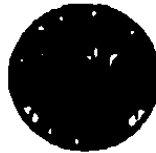
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865-1110

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RECEIVED
MAR 17 1995
FAX



FLORIDA DEPARTMENT OF STATE
Sandra B. Mathiam
Secretary of State

March 17, 1998

CAN-AM IMMIGRATION CLINIC

FT. LAUDERDALE, FL

SUBJECT: CAN-AM IMPORT-EXPORTS FRANCHISING CONSULTING SERVICES, INC.
REF: W86000008000

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE LIST THE PHONE NUMBER OF THE PREPARED.

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If you have any questions concerning the filing of your document, please call (804) 487-8934.

Loria Poole
Corporate Specialist

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

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ARTICLES OF INCORPORATION
OF
CAN-AM IMPORT-EXPORTS FRANCHISING CONSULTING SERVICES, INC.

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation is:

CAN-AM IMPORT-EXPORTS FRANCHISING CONSULTING SERVICES, INC.

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$ 1.00 per share.

ARTICLE IV. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial principal office of this Corporation in the State of Florida is:

6245 N. FEDERAL HIGHWAY, STE 503,
FORT LAUDERDALE, FL. 33308

ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is:

Helene Parenteau
6245 N. Fed. Highway,
Suite 503,
Fort Lauderdale, Fl.
33308
305) 351-7063

HELENE L. PARENTEAU
6245 N. Federal Highway, Ste 503,
Fort Lauderdale, Fl. 33308

which is also known as the registered office.

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ARTICLE VII. DIRECTORS

The Corporation shall have one director, initially. The number of directors may be increased or diminished from time to time, by By-laws adopted by the stockholders, but shall never be less than one. The name and address of the initial director is:

HELENE L. PARENTEAU
6245 N. Federal Highway, Ste 503,
FORT LAUDERDALE, FL. 33308

ARTICLE VIII. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

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

ARTICLE X. INCORPORATORS

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

HELENE L. PARENTEAU
6245 N. Federal Highway, Ste 503,
FORT LAUDERDALE, FL. 33308

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged
and filed the foregoing Articles of Incorporation under the laws of the State of Florida this
7th day of MARCH 19 95


Incorporator
HELENE L. PARENTEAU

STATE OF FLORIDA)

:SS

COUNTY OF BROWARD)

I hereby certify that on this day, before me, a Notary Public duly authorized
in the State and County named above, to take acknowledgments, personally appeared:

HELENE L. PARENTEAU

known to me to be the person described as Incorporator of and who executed the foregoing
Articles of Incorporation, and acknowledged before me that he subscribed to those Articles
of Incorporation.

WITNESS my hand and official seal in the State and County named above
this 7th day of MARCH 19 95

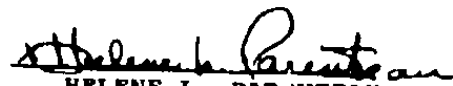
My Commission Expires:



OFFICIAL SEAL
LISE HENRIKSSON
Notary Public, State of Florida
My Comm. Expires Dec. 31, 1995
No. 00749170


Notary Public, State of Florida at large.

I Helene L. Parenteau, by execution hereof, accept the designation as
Registered Agent of this Corporation


HELENE L. PARENTEAU
6245 N. Federal Highway,
Ste 503,
Fort Lauderdale, Fl. 33308