

P95000027464

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
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☐ Walk in ☐ Pick up time _____

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☐ Certificate of Status

8000001446578
04/04/95-01006-017
****122.50 ****122.50

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

CERTIFICATE OF INCORPORATION
OF
AD DIRECTIONS INCORPORATED

WE THE UNDERSIGNED, DO HEREBY ASSOCIATE OURSELVES TOGETHER AND SUBSCRIBE THIS CERTIFICATE OF INCORPORATION FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND SUBJECT TO THE FOLLOWING PROVISIONS;

ARTICLE ONE

THE NAME OF THIS CORPORATION SHALL BE:

AD DIRECTIONS INCORPORATED

ARTICLE TWO

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

ARTICLE THREE

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THE CORPORATION SHALL HAVE OUTSTANDING AT ANY TIME, SHALL BE TEN THOUSAND (10,000) SHARES OF STOCK, WHICH SHALL BE COMMON STOCK OF A PAR VALUE OF FIVE CENTS (\$0.05) OF A DOLLAR PER SHARE. ALL OR ANY PART OF THE CAPITAL STOCK MAY BE PAID EITHER IN LAWFUL MONIES OF THE UNITED STATES OF AMERICA, OR IN SERVICES, AT A TRUE VALUATION THEREOF.

ARTICLE FOUR

THIS CORPORATION SHALL BEGIN BUSINESS WITH A MINIMUM CAPITAL OF THE AMOUNT OF FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE FIVE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE SIX

THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE LOCATED AT:

6555 N.W. 36 ST., SUITE 318, MIAMI, FLA 33166.

OTHER OFFICES FOR THE TRANSACTION OF BUSINESS MAY BE LOCATED WHEREVER THE DIRECTORS MAY DEEM NECESSARY OR EXPEDIENT.

ARTICLE SEVEN

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS, WHO NEED NOT BE STOCKHOLDERS OF THE CORPORATION. THE NUMBER OF DIRECTORS, NOT LESS THAN ONE, SHALL BE FIXED BY RESOLUTION OF THE STOCKHOLDERS AT ANY REGULAR OR SPECIAL MEETING, SUBJECT TO THE MANNER OF HOLDING SUCH MEETING PRESCRIBED BY THE BY-LAWS.

ARTICLE EIGHT

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

BOARD OF DIRECTORS

ANTONIO FEIJOO	2485 WEST 64TH PL. HIALEAH, FL 33016.
JOSE ANGEL PEREZ	7044 N.W. 169 ST. HIALEAH FL 33015.

OFFICERS

PRESIDENT:	ANTONIO FEIJOO
VICE-PRESIDENT:	JOSE ANGEL PEREZ
TREASURER:	LILIA ROSA DIAZ

ARTICLE NINE

THE NAMES AND POST OFFICE ADDRESSES OF EACH OF THE SUBSCRIBERS TO THIS CERTIFICATE OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK WHICH EACH SUBSCRIBER AGREES TO TAKE, ARE AS FOLLOWS:

NAME	ADDRESS	NO OF SHARES
ANTONIO FEIJOO	2485 W 64TH HIALEAH, FL 33016	4,500
JOSE ANGEL PEREZ	7044 N.W. 169 ST. HIALEAH, FL 33015	4,500
LILIA ROSA DIAZ	1042 QUAIL AVE. MIAMI SPRINGS, FL 33166	1,000

ARTICLE TEN

THIS CORPORATION SHALL HAVE FULL POWER TO CARRY ON AND TRANSACT EACH OR ALL OF THE BUSINESSES ENUMERATED IN ARTICLE TWO OF THIS CERTIFICATE, AND SHALL HAVE ALL THE GENERAL AND ADDITIONAL POWERS NOW OR HEREAFTER CONFERRED UPON IT BY LAW.

ARTICLE ELEVEN

THIS CORPORATION SHALL HAVE THE POWER TO ISSUE THE WHOLE OR ANY PART, DETERMINED BY THE BOARD OF DIRECTORS, OF THE SHARES OF THE CAPITAL STOCK AS PARTLY PAID, SUBJECT TO CALLS THEREON UNTIL THE WHOLE THEREOF SHALL HAVE BEEN PAID.

ARTICLE TWELVE

UPON ELECTION OF A BOARD OF DIRECTORS BY THE STOCKHOLDERS, SUCH BOARD OF DIRECTORS SHALL MANAGE THE BUSINESS AFFAIRS OF THIS CORPORATION WITHOUT THE NECESSITY OF FURTHER AUTHORITY FROM THE STOCKHOLDERS, EXCEPT AS BY LAW OR IN THIS CERTIFICATE OTHERWISE PROVIDED; ANY ACTION OF SUCH BOARD OF DIRECTORS MAY BE RESCINDED OR ANY DIRECTOR OR OFFICER REMOVED FROM OFFICE, ONLY UPON A VOTE OF STOCKHOLDERS HOLDING THE MAJORITY OF THE STOCK OF THE CORPORATION WHICH MAY AT SUCH TIME ACTUALLY ISSUED UNLESS OTHERWISE PROVIDED BY THE BY-LAWS OF THE BOARD OF DIRECTORS. ALL HOLDERS OF COMMON STOCK OF THIS CORPORATION SHALL BE ENTITLED TO VOTE THE SAME IN ANY MANNER PROVIDED BY LAW WHETHER SAID STOCK SHALL BE FULLY OR PARTIALLY PAID UNLESS OTHERWISE DETERMINED BY THE BOARD OF DIRECTORS AT OR BEFORE THE TIME OF ISSUANCE THEREOF.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE HEREUNTO SET THEIR HANDS AND AFFIXED THEIR SEALS, THIS 27 DAY OF March, 1995.

Antonio Feijoo (SEAL) Jose Angel Perez (SEAL)
Lilia R. Diaz (SEAL)

STATE OF FLORIDA)
COUNTY OF DADE) SS:

BEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORIZED TO ADMINISTER OATHS AND TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED:

ANTONIO FEIJOO, JOSE ANGEL PEREZ, LILIA ROSA DIAZ WHO, AFTER BEING BY ME FIRST DULY SWORN, EXECUTED THE FOREGOING CERTIFICATE OF INCORPORATION, FREELY AND VOLUNTARILY FOR THE PURPOSE THEREIN EXPRESSED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET HAND AND OFFICIAL SEAL AT MIAMI, SAID COUNTY AND STATE, THIS 27 DAY OF March 1995.

Faride Perez
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

MY COMMISSION EXPIRES: 2 26 96



OFFICIAL SEAL
FARIDE PEREZ
My Commission Expires
Feb. 26, 1996
Comm. No. CC 183270

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST- THAT AD DIRECTION INCORPORATED

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED ANTONIO FEIJOO LOCATED AT 6555 N.W. 36 ST., CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Antonio Feijoo
TITLE PRESIDENT
DATE 3/27/95

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

SIGNATURE Antonio Feijoo
DATE 3/27/95

FILED
95 APR -3 PM 2:12
CLERK OF DISTRICT COURT
STATE OF FLORIDA