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**ARTICLES OF INCORPORATION  
OF  
WORLD WIDE IMPERIUM, INC.**

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The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation is:

**WORLD WIDE IMPERIUM, INC.**

**ARTICLE II**

The general nature of the business to be transacted by this corporation is to manufacture, purchase, sell, assign, transfer, or otherwise dispose of, and invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph or cemetery company, a building and loan association, mutual fire insurance association, a cooperative association, fraternal benefit society, state fair or exposition.

This Instrument Prepared By:

**BARTLEY C. MILLER, ESQ.**  
Florida Bar No. 788650  
Panza, Maurer, Maynard & Noel, P.A.  
3081 E. Commercial Boulevard, Suite 200  
Fort Lauderdale, FL 33308  
(305) 491-4000

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**ARTICLE III**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares at \$5.00 per value. The consideration to be paid for each share shall be fixed by the Board of Directors.

**ARTICLE IV**

The address of the principal office of this corporation shall be: 2010 N.W. 35th Street, Fort Lauderdale, Florida 33309.

**ARTICLE V**

The amount of capital with which this corporation will begin business is not less than \$500.00.

**ARTICLE VI**

This corporation is to exist perpetually.

**ARTICLE VII**

Pursuant to 607.0501, Florida Statutes, the registered office of this corporation in the State of Florida and the Registered Agent in the State of Florida shall be Bartley C. Miller, Esquire, 3081 E. Commercial Boulevard, Suite 200, Fort Lauderdale, Florida 33308.

**ARTICLE VIII**

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders.

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**ARTICLE IX**

The names and post office addresses of the member of the first Board of Directors, and the Chairman of the Board, President, Vice Presidents, and Secretary/Treasurer are:

NAME	ADDRESS	OFFICE
Gary A. Kosuda	2010 N.W. 35th St., Fort Lauderdale, FL 33309	President
Manfred Friedrichsohn	2010 N.W. 35th St., Fort Lauderdale, FL 33309	Vice President/ Secretary/Treasurer

**ARTICLE X**

The names and post office addresses of the subscribers of these Articles of Incorporation, the number of shares of stock each agree to take and the value of consideration is:

NAME	ADDRESS	NUMBER OF SHARES	CONSIDERATION
Gary A. Kosuda	2010 N.W. 35th St. Ft. Laud., FL 33309	50	\$250.00
Manfred Friedrichsohn	2010 N.W. 35th St. Ft. Laud., FL 33309	50	\$250.00

In accordance with Florida Statute 607.77, it is expressly provided herein that the shareholders of this corporation shall have pre-emptive rights in any new stock of the same kind, class or series as that which they already hold and they shall have the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others, which price, in the case of par value shares, may be in excess of par.

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**ARTICLE XI**

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 the stockholders meeting by the unanimous vote of the stockholders entitled to vote thereon.

**ARTICLE XII**

It is the intention of this Charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

**ARTICLE XIII**

Pursuant to Fla. Stat. 607.0721, at all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares multiplied by the number of directors to be elected, and he may cast all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

  
GARY A. KOSUDA, President

  
MANFRED FRIEDRICHSOHN, Vice President,  
Secretary, Treasurer

STATE OF FLORIDA )  
COUNTY OF BROWARD )

ss.

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the

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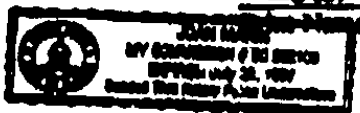
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State and County named above to take acknowledgments, personally appeared GARY A. KOSUDA, to me known, or has produced K230-281-56-103 as identification to be the persons described as the subscribers in, and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and seal this 11<sup>th</sup> day of April, 1995.

Jean Marin  
NOTARY PUBLIC  
Jean MARIN

My commission expires:



STATE OF FLORIDA )

ss.

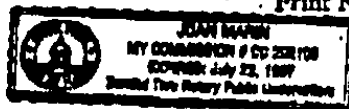
COUNTY OF BROWARD )

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 MANFRED FRIEDRICHSOHN, to me known, or has produced German Passport # 6944003091 as identification to be the persons described as the subscribers in, and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and seal this 11<sup>th</sup> day of April, 1995.

Jean Marin  
NOTARY PUBLIC  
Jean MARIN  
Print Name

My commission expires:



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**NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That WORLD WIDE IMPERIUM, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Fort Lauderdale, County of Broward, State of Florida, has named Bartley C. Miller, Esquire, Pansa, Maurer, Maynard & Neal, P.A., located at 3081 E. Commercial Boulevard, Suite 200, Fort Lauderdale, Florida, as its Registered Agent to accept service of process within the State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
**BARTLEY C. MILLER**  
 Registered Agent

STATE OF FLORIDA

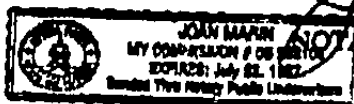
SS:

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, **BARTLEY C. MILLER**, to me well known to me to be the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same instrument as his free and voluntary act and deed for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 11<sup>th</sup> day of April, 1995.

My Commission Expires:



NOTARY PUBLIC

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