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DAVID S. NICNICK, ESQ.

5722 S FLAMINGO ROAD, # 239
CORNER CITY, FL 33330
305/898-2780
FAX: 305/433-5721

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June 27, 1995

Department of State
Division of Corporations
409 E Gaines Street
Tallahassee, FL 32399

RE: **Clas-Clip, Inc.**

On this date, I forwarded the articles of incorporation to you for filing on the above entity. Unfortunately, I inadvertently forgot to include a check for the filing fee and the return envelope for the certified copy of the articles.

I am sorry for the oversight.

Thank you,

David S. Nicnick

David S. Nicnick
Attorney at Law

DSN/mbn
Enclosures (2)

cc: Donna Brown
Elizabeth Smith

FILED
25 JUN 11 PM 1:20
TALLAHASSEE, FLORIDA

*DMC
7/12/95*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 29, 1995

DAVID S. NICNICK, ESQ.
5722 S FLAMINGO ROAD #239
COOPER CITY, FL 33330

SUBJECT: CLAS-CLIP, INC.
Ref. Number: W95000013240

We have received your document for CLAS-CLIP, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number. 295A00031857

ARTICLES OF INCORPORATION
OF
CLAS-CLIP, INC.

FILED
95 JUL 11 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Corporation is Clas-Clip, Inc.

**ARTICLE II
DURATION**

This Corporation shall have perpetual existence. The effective date of this Corporation shall be the date of filing of these Articles.

**ARTICLE III
PURPOSE**

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act. No other purpose limits the general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**ARTICLE IV
SHARES**

The aggregate number of shares which the Corporation is authorized to issue is one hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The mailing address of the Corporation is 19 Chestnut Circle, Cooper City, Florida 33026, the street address of its initial registered office is 5722 S Flamingo Road, # 239, Cooper City, FL 33330, and the name of its initial Registered Agent at such address is David S. Nicnick, Esq.

**ARTICLE VI
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 Bylaws but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Donna S. Brown	19 Chestnut Circle Cooper City, Florida 33026
Elizabeth Lynn Smith	4517 SW 54th Court, #5 Fort Lauderdale, Florida 33314

**ARTICLE VII
INCORPORATORS**

The names and addresses of the persons signing these Articles are:

<u>Name</u>	<u>Address</u>
Donna S. Brown	19 Chestnut Circle Cooper City, Florida 33026
Elizabeth Lynn Smith	4517 SW 54th Court, #5 Fort Lauderdale, Florida 33314

**ARTICLE XIII
INDEMNIFICATION**

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

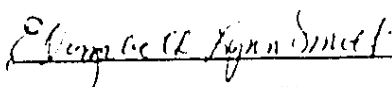
**ARTICLE IX
INITIAL OFFICERS**

The names, offices and street addresses of the first officers of this corporation, who shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Donna Brown	President	19 Chestnut Circle Cooper City, Florida 33026
Elizabeth Lynn Smith	Vice President	4517 SW 54th Court, #5 Fort Lauderdale, Florida 33314

ARTICLE X

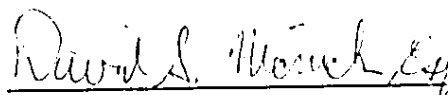
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 27th day of June, 1995.


ELIZABETH LYNN SMITH


DONNA S. BROWN

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accepts the appointment as registered agent and agrees 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.


David S. Nicnick, Esq.
Registered Agent