

# P95000054515

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*DMC 7/14/95*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	<i>MLC</i>	_____	CK No. _____
BY	_____	_____	_____

WALK-IN *7/14 12:00*  
 Will Pick Up \_\_\_\_\_

RE: Corporate Information  
Management Systems, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File	200001537952	
<input type="checkbox"/> Dissolution/Withdrawal	-07/14/95--01021--017	
<input type="checkbox"/> C U S-	****122:50 ****122:50	
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate KII		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) pgs.		
<b>SUBTOTALS</b>		

FEE.....	\$
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	\$

**FILED**  
 JUL 14 11 PM 12:15  
 TALLAHASSEE, FLORIDA

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

**ARTICLES OF INCORPORATION  
OF  
CORPORATE INFORMATION MANAGEMENT SYSTEMS, INC.**

**FILED**

95 JUL 14 PM 12:15

CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this Corporation is **CORPORATE INFORMATION MANAGEMENT SYSTEMS, INC.**

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - PRINCIPAL OFFICE**

The principal office and the mailing address of the Corporation is 150 East Palmetto Park Road, Suite 350, Boca Raton, Florida 33432.

**ARTICLE V - CAPITAL STOCK**

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock having a par value of ONE CENT (\$0.01) per share.

**ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE**

The initial registered office of this Corporation shall be 150 East Palmetto Park Road, Suite 350, Boca Raton, Florida 33432 and the initial registered agent of this Corporation shall be Joseph Zahran, who upon accepting this designation agrees to comply with the Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of THREE (3) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1). The names and addresses of the directors constituting the initial Board of Directors are:

Joseph S. Zahran  
150 East Palmetto Park Road  
Suite 350  
Boca Raton, FL 33432

Emmanuel Sarmiento Jr.  
Suite 350  
150 East Palmetto Park Road  
Boca Raton, FL 33432

Antoine Karkabi  
5100 Westheimer  
Suite 550  
Houston, Texas 77056

#### **ARTICLE VIII - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE IX - INCORPORATOR**

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

Joseph S. Zahran  
150 East Palmetto Park Road  
Suite 350  
Boca Raton, Florida 33432

The undersigned has executed these Articles of Incorporation this 1st day of July, 1995.

  
Joseph S. Zahran


**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

95 JUL 14 PM 12:15

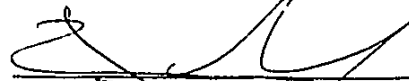
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned, ~~STATE~~ corporation, organized under the laws of the state of Florida, submits the following ~~FLORIDA~~ statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is CORPORATE INFORMATION MANAGEMENT SYSTEMS, INC.
2. The name and address of the registered agent and office is:  
Joseph S. Zahran  
150 East Palmetto Park Road  
Suite 350  
Boca Raton, Florida 33432

  
Joseph S. Zahran

Date: 7-1-95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE 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.

  
Joseph S. Zahran

Date: 7-1-95