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Profit	Amendment		<del>-</del> .
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Other	Merger		
OTHER FILINGS	REGISTRATION/ QUALIFICATION		
Annual Report	Foreign		
Fictitious Name	Limited Partnership		
Name Reservation			

Reinstatement Trademark

Other

#### ARTICLES OF INCORPORATION

OF.

#### EDWIN TRADING, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, COMPETENT AS AN INCORPORATOR PURSUANT TO THE PROVISIONS OF SECTION 607.0201 FLORIDA STATUTES, DESIRING TO ASSOCIATE FOR THE PURPOSE OF FORMING A CORPORATION, PURSUANT TO CHAPTER 607, FLORIDA GENERAL CORPORATION ACT, AND PURSUANT TO THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITIES, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT, DOES HEREBY CERTIFY A FOLLOWS:

### ARTICLE I. NAME OF CORPORATION

The name of the Corporation is, and shall be EDWIN TRADING, INC.

#### ARTICLE II. PRINCIPAL OFFICE

The principal office and place of business of the corporation shall be at 215 N. Federal Highway, Dania, Florida 33004, with the privilege of having additional offices at other places within or without of the State of Florida, and within or without the United States of America.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any one time shall be 100 shares of common stock at \$1.00 par value. There shall be only one class of shares.

## ARTICLE IV. PREEMPTIVE RIGHTS OF STOCKHOLDERS

Every stockholder upon the sale for cash of any new stock, shall have the right to purchase his prorata share thereof, at the price at which it is offered to others.

## ARTICLE V. STATED CAPITAL & INITIAL STOCK SUBSCRIPTION

The amount of capital with which the Corporation shall commence business shall not be less than \$500.00. Each person named hereinafter agrees to purchase the number of shares stated for the consideration shown:

NAME

NUMBER OF SHARES

CONSIDERATION

Michael Braverman

1

\$500.00

#### ARTICLE VI. INCORPORATOR

The name and address of each incorporator is as follows:

NAME OF INCORPORATOR

**ADDRESS** 

Earl S. Bagan

215 N. Federal Highway, Dania, Florida 33004

## ARTICLE VII. REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Corporation shall be at 215 N. Federal Highway, Dania, Florida 33004 and its initial registered agent at such address shall be Earl S. Bagan.

# ARTICLE VIII. GENERAL PURPOSE OF CORPORATION

The general proposes for which this Corporation is being initially organized are as follows:

- (1) The transaction of any and all lawful business for which corporations may be organized to transact under Chapter 607, Florida General Corporation Act;
- (2) The operation of an investment company.

## ARTICLE\_IX.\_INITIAL\_BOARD\_OF\_DIRECTORS

The Board of Directors of the Corporation shall consist of the number of Directors serving on the initial Board of Directors. The number of Directors of the Corporation may be changed from the number of Directors serving on the initial Board of Directors at any time by affirmative vote of a majority of the stockholders. The number of directors constituting the initial board of Directors shall be one (1) and the names and addresses of each person who is to serve as a member thereof, is as follows:

NAME

ADDRESS

Michael Braverman

215 N. Federal Highway, Dania, Florida 33004

## ARTICLE X. REMOVAL OF DIRECTORS

Any or all Directors may be removed in accordance with the provisions of Section 607.0808, Florida Statutes.

## ARTICLE XI. EXECUTIVE COMMITTEES

The Board of Directors, by Resolution, adopted by a majority of the full Board of Directors, may designate from among its members, an executive committee, and one or more committees, each of which to the extent provided in such Resolution, shall have and may exercise all of the authority of the Board of Directors, except such acts set forth in Section 607.0825, Florida Statutes.

# ARTICLE XII. ACTION BY DIRECTORS WITHOUT A MEETING

Any action which may be taken at a meeting of the Directors or a committee thereof, may be taken without a meeting, provided that a consent in writing setting forth the action so to be taken, signed by all of the Directors of all the members of the committee, as the case may be, is filed in the minutes of the proceedings of the Board of Directors or of the committee. Such consent shall have the same effect as a unanimous vote.

# ARTICLE XIII. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time in accordance with the provisions of Section 607.1002 Florida Statutes.

## ARTICLE XIV. GENERAL POWERS

This Corporation shall have all powers which a Corporation of this nature, under the laws of the State of Florida, may legally exercise, including, but not limited to, all of those powers enumerated and set forth in Section 607.0302, Florida Statutes.

#### ARTICLE NV. OFFICERS

The officers of this Corporation shall consist of a President, Vice President, Secretary, and a Treasurer, each of who shall be elected by the Board of Directors in the manner and at the Lime prescribed in the By-Laws of this Corporation. Such other officers and ansistant officers and agents as may be deemed necessary, may be elected or appointed by the Board of Directors or chosen in such other manner as may be prescribed by the By-Laws. Any two or more offices may be held by the same person.

## ARTICLE XVI. DURATION OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence unless sooner dissolved, according to law; corporate existence shall commence upon the filing of these Articles of Incorporation, by the Department of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  $d^{2/3}$  day of August, 1995.

EARL S. BAGAN

PATIF OF FLORIDA

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this g' day of August, 1995, the foregoing Articles of Incorporation were acknowledged before me by EARL S. BAGAN who provided the following identification:

My commission expires: //-////

Notary Public

\*

JEANNINE M GILLETTE
My Commission CC331203
★ Expires Nov. 17, 1997
Bonded by HAI
▶ 800-422-1555

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

Purnuant to Section 607.0501, Florida Statutes, the following is submitted in compliance with said section:

FIRST: That EDWIN TRADING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, at 215 N. Federal Highway, Danla, Florida 33004, has named EARL S. BAGAN, at 215 N. Federal Highway, Danla, Florida 33004 as its agent to accept service of process within this State.

#### ACKNOWLEDGMENT:

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

EARL S. BAGAN

Registered Agent