

PARALEGAL FREELANCING, INC.

3121 PONCE DE LEON BLVD., CORAL GABLES, FLA. 33134

TEL: (305) 567-1113 FAX: (305) 444-2339

ROGER M. CARLIER  
President / Legal Assistant

P95000068247

August 29, 1995

SEP 11 1995  
FBI - MIAMI  
\*\*\*122.50 \*\*\*122.50

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re : Incorporation of  
APEX HOLDINGS INCORPORATED

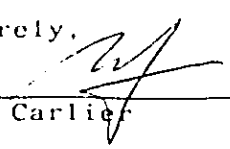
Dear Sir/Madam:

Enclosed please find original articles of incorporation and a copy in reference to the above-mentioned. Kindly incorporate said articles and return the certified copy to the undersigned.

I have also enclosed a check in the amount of \$ 122.50 to cover for your fees.

If you have any questions, please do not hesitate to contact me.

Sincerely,

  
\_\_\_\_\_  
Roger Carlier

/re

Encl.

10/07  
9-5-95

ARTICLES OF INCORPORATION  
OF  
APEX HOLDINGS INCORPORATED

FILED  
95 SEP -1 AM 9:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: APEX HOLDINGS INCORPORATED.  
The principle place of business of this corporation shall be: 6301 Maggiore Street, Coral Gables, Florida 33146.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 Shares  
at  
\$ 1.00 per share

The above-described shares shall be distributed as follows:

MARK RIEDMILLER.....100 Shares

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:  
Paralegal Freelancing, Inc.  
3121 Ponce De Leon Blvd.  
Coral Gables, FL 33134

ARTICLE V OFFICERS AND DIRECTORS

The name(s) and street address(es) of the initial officer(s), who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

MARK RIEDMILLER  
President / Secretary  
Vicepresident / Treasurer  
6301 Maggiore Street  
Coral Gables, FL 33146

Only the shareholders shall be the directors of this corporation.

ARTICLE VIII CORPORATE RESOLUTIONS

All corporate resolutions and legal documents require the signatures of two officers one of which shall be the Vicepresident/Treasurer.

ARTICLE VII INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

MARK RIEDMILLER  
6301 Maggiore Street  
Coral Gables, FL 33146

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this \_\_\_\_ day of August, 1995.

  
\_\_\_\_\_  
MARK RIEDMILLER

STATE OF FLORIDA )  
COUNTY OF DADE )

FILED  
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THE FOREGOING instrument was acknowledged and sworn to before me this \_\_\_\_\_ day of August, 1995 by MARK RIEDMILLER, 6301 Maggiore Street, Coral Gables, FL 33146.

Notary Public

My commission expires: \_\_\_\_\_  
ROGER CARLIER  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC791501  
MY COMMISSION EXPIRES MAY 25, 1996

Seal:

CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organization under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: APEX HOLDINGS INCORPORATED
2. The name and address of the registered agent and office is:

MARK RIEDMILLER  
6301 Maggiore Street  
Coral Gables, FL 33146

MARK RIEDMILLER  
Title: Registered Agent  
Date :

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature

Date: