

8

2:38 PM

PUBLIC ACCESS SYSTEM

((H96000001044))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE

1432 N. FLAGLER ST

STATE OF FLORIDA

MIAMI, FL 33136

100 EAST GUNES STREET

MIAMI, FL 33136

FAX: (904) 822-4000

CONTACT: RAY STORMONT

PHONE: (305) 541-3094

FAX: (305) 541-3770

((H96000001044))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SHEDNET, INC.

FAX AUDIT NUMBER: H96000001044

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/22/1990

TIME REQUESTED: 14:37:37

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000001044))

** INVALID SELECTION...PLEASE RE-ENTER **

ENTER SELECTION AND <CR>

Help F1 Option Menu F2

NUM CAPS Connect: 00:34:1

FILED
96 JAN 22 PM 4: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/23

DIVISION OF CORPORATIONS

96 JAN 22 PM 3: 50

RECEIVED

H 96000001044

Esther Z. Bejar, CPA
8800 Byron Avenue #501
Miami Bch., FL 33141
(305) 865. 9869

ARTICLES OF INCORPORATION

OF

SHEDNET, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JAN 22 PM 4:29

FILED

The undersigned Incorporator of these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is:

SHEDNET, INC.

ARTICLE II

Nature of the Business & Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States or the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any time is one thousand shares of common stock having a par value of \$1.00 per share.

Shares may be issued only for a consideration having a value, in the judgement of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV

Existence of the Corporation

This Corporation shall have perpetual existence.

ARTICLE V

Directors

This Corporation shall have one Director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1). The affairs of the Corporation shall be managed by the Director as provided in the By-Laws. The initial Director shall be: Edward P. Roberts residing at 9300 W. Bay Harbor Drive, 2A, Bay Harbor Islands, Florida, 33154.

H 96000001044
H 96000001044

H 96000001044

ARTICLE VI

Principal Place of Business

The principal place of business of the Corporation shall be located at: 7455 Collins Avenue, 209, Miami Beach, Florida, 33141 or such other place as may from time to time be designated.

ARTICLE VII

Incorporators

The name and street address of the Incorporator of this Corporation is:

Edward P. Roberts
9300 W. Bay Harbor Drive
Bay Harbor Islands, Florida 33154

ARTICLE VIII

Registered Agent and Initial Registered Office

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Edward P. Roberts
7455 Collins Avenue 209
Miami Beach FL 33141

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE IX

Amendment

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 a stockholders' meeting by at least a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

H 96000001044

H96000001044
H96000001044

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

In witness whereof, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 22nd day of January, 1996.

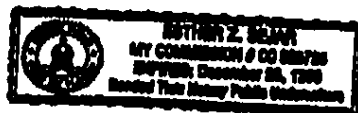

Edward P. Roberts

State of Florida)
County of Dade) SS.

The foregoing instrument was acknowledged before me this 22nd day of January, 1996 by


NOTARY PUBLIC
State of Florida

My commission expires:



H96000001044

H 96000001044

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
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:

That SHEDNET, INC. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at 7455 Collins Avenue, 209, City of Miami Beach, County of Dade, State of Florida, has named Edward P. Roberts residing at 9300 W. Bay Harbor Drive, 2A, City of Bay Harbor Islands, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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


Edward P. Roberts

96 JAN 22 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H 96000001044