### 600001,290 96 FER -5 PH 1: 14 Requestor's Name Address City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): TECTIVE DATE 2-1-96 (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time Walk in Certified Copy Mail out Will wait Photocopy Certificate of Status AMENDMENTS NEW FILINGS Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION: Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement

Trademark

Other

Examiner's Initials

#### ARTICLES OF INCORPORATION

96 FEB -5 PH 4: 15

SECRETARY OF STATE TALLAHASSEE, FLORIDA I, the undersigned incorporator of this corporation under the Florida Statute 607, as amended, adopt the following Articles of Incorporation.

ARTICLE

2-1-96

Name

The name of this corporation is: Financial Ostrich Corporation

### ARTICLE II

#### Purposes

The general nature of the business and the objects and purposes proposed to be transacted and carried on by and powers of this corporation are to do any and all of the things herein mentioned, as fully and to do the same extent as natural persons might of could do, viz:

To purchase, lease, or otherwise acquire, own, hold, use, improve, build upon, construct, equip, license, manage and operate, mortgage, sell, let, convey or otherwise dispose of, real and personal property, either within of without the State of Florida, in the United States, and in foreign countries, and any interest therein, necessary or convenient for the purposes herein expressed, including stores, plants and commissaries to be used in or in connection with its business. To acquire, hold, own, dispose of and generally deal in grants, concessions, franchises and contracts of every kind; to cause to formed, to promote and to aid in any way in the formation of any corporation.

To act as financial, business and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments or other bodies

To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges of franchises, or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidence of indebtedness payable at a specified time of times, of payable upon the happening of a specified event of event, secured or for any of the other objects of its business to secure the same by mortgage or mortgages, or deed or property, rights, privileges or franchises

## ARTICLE III Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is  $0 \times 10^{-1}$  thousand (1,000) shares of common stock of  $0 \times 10^{-1}$  Dollar (\$ 1.-) per value.

### ARTICLE IV Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

## ARTICLE V Duration

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

## ARTICLE VI Pre-emptive Rights

Every shareholder, upon the sale for eash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their prorate share thereof (as nearly as my be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE VII Initial Registered Office, Agent and Principal Address

The street address of the registered office of this corporation is: 1455 Michigan Ave., Suite 13, Miami Beach, FL 33139, and the name of the initial registered agent of this corporation at that address is  $Uf \in Um f \circ d$ 

Article VIII
Directors

The initial number of directors of this corporation shall be one (1) The number of directors may be wither increased or decreased from time to time by the by-laws but shall never be less than one (1). The names and addresses of the number of the first board of directors who, subject to the provisions of the Certificate of Incorporation, by the by-laws and Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

Ute Umland

ADDRESS 1455 Michigan Ave., Suite #13 Miami Beach, Fl 33139

### ARTICLE IX Subscribers

The name of the subscriber of these Articles of Incorporation are as follows:

Ute Umland

ADDRESS 1455 Michigan Ave., Suite #13 Miami Beach, FI 33139

## ARTICLE X Indemnification

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

### ARTICLE XI Records and Documents

The corporation shall have the further right and power to:

From time to time determine whether and to what extent and what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock books) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspection and account book of document of this corporation except as conferred by state, unless authorized by a resolution of the shareholders or board of Directors.

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The corporation may in its by-laws confer powers upon its Board of Directors or ART OF STATE officers, in addition to the foregoing and in addition to the powers authorized and IIASSEE. FLORIDA expressly conferred by statue. Both stockholders and directors shall have power, if the by-laws so provide, to hold their respective meetings, and to have one or more officers within or without the Statutes if the State of Florida, and to keep the books of this corporation (subject to the provisions of the Statutes if the State of Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

Dated this 1st may, of February 1996.

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE OR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED. IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED;

First-That Fearla Ottrick Corp. Incorporated to organize or qualify under the laws of the State of Florida, with its principal place of business at:

1455 Michigan Ave., Suite #13, Miami Beach, Fl. 33139 Ute Um land as its Agent to accept service of process within Florida.

Signature: Mus Laur

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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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of duties.

Signature:\_\_\_\_

Title: Registered Agent

Date: 2-1-96

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	FOR OFFICIAL USE
то :	DATE
DEPART P OF STATE	フレクレードロー

#### STATE OF FLORIDA OFFICE OF STATE TREASURER TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY	#	*	****	/ * * * *
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS		1	*		*
TRUST	7,636.25	ACCOUNT CLOSED		2	*	2	*
OTHER		UNCOLLECTED FUNDS		3	*		*
TOTAL	7,636.25	OTHER		4	*		*

CROSS REF	DISTRIBUTION SAMAS CODE	REASON	AMOUNT
			MACOILL
. 12	45-20-2-130001-45300000-00-000100-00	2	122.50
12	45-20-2-130001-45300000-00-000100-00	ī	122.50
12	45-20-2-130001-45300000-00-000100-00	4	122.50
12	45-20-2-130001-45300000-00-000100-00	2	208.75
12	45-20-2-130001-45300000-00-000100-00	1	
12	45-20-2-130001-45300000-00-000100-00	1	375.00
12	45-20-2-130001-45300000-00-000100-00	<u>.</u>	375.00
12	45-20-2-130001-45300000-00-000100-00	1	375.00
12	45-20-2-130001-45300000-00-000100-00	<u> </u>	375.00
12	45-20-2-130001-45300000-00-000100-00	1	375.00
12	45-20-2-130001-45300000-00-000100-00	1	375.00
12	45-20-2-130001-45300000-00-000100-00	1	383.75
12	45-20-2-130001-45300000-00-000100-00	1	383.75
12	45-20-2-130001-45300000-00-000100-00	1	575.00
	45-20-2-130001-45300000-00-000100-00	1	575.00
12	45-20-2-130001-45300000-00-000100-00	1.	575.00
12	45-20-2-130001-45300000-00-000100-00	1	575.00
12	45-20-2-130001-45300000-00-000100-00	1	575.00
12	45-20-2-130001-45300000-00-000100-00	1	583.75
12	45-20-2-130001-45300000-00-000100-00	ī	583.75

GRAND TOTAL:

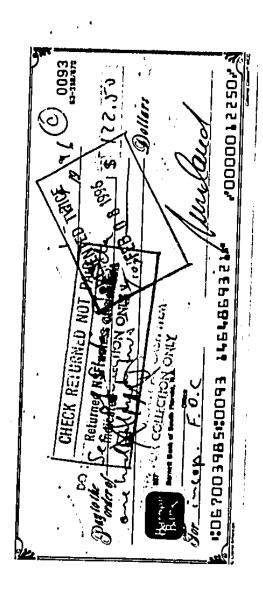
7,636.25

Process Date: 02/12/96

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Dill Huston

State Treasurer



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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 1, 1996

Financial Ostrich Corp. 1455 Michigan Avenue Suite 13 Miaml Beach, FL 33139

SUBJECT: FINANCIAL OSTRICH CORPORATION Ref. Number: P96000012404

Debit Memo #: 62701-C

This is to inform you that your check #0093 dated January 21, 1996 in the amount of \$122.50 and submitted for FINANCIAL OSTRICH CORPORATION has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations Attn: Melinda Lilliston P.O. Box 6327 Taliahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely, Melinda Lilliston Administrative Assistant I Division of Corporations

Letter number: 896A00009170



April 22, 1996

Financial Ostrich Corp. 1455 Michigan Avenue Sulte 13 Miami Beach, FL 33139

SUBJECT: FINANCIAL OSTRICH CORPORATION

Ref. Number: P96000012404

Debit Memo #: 62701-C

Due to your failure to respond to our previous letter advising you of the returned check #0093, the Articles of Incorporation for FINANCIAL OSTRICH CORPORATION have been cancelled and are considered not filed as of April 22, 1996.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 696A00018820