

P96000015264

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. 1-800-312-8062

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RE: Angeline M. S. Holdings, Inc.

96 FEB 19 PM 2:17

SEC. C. C. REES STATE DISBURSED
TALLAHASSEE, FLORIDA

Capital Express™
☒ Art. of Inc. File _____
☐ Corp. Record Search _____
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☐ Foreign Corp. File _____
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Art. of Amend. File _____
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C U S _____
Fictitious Name File _____

Name Reservation _____
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FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....\$ _____

DISBURSED.....\$ _____

SURCHARGE.....\$ _____

TAX on corporate supplies.....\$ _____

SUBTOTAL.....\$ _____

PREPAID.....\$ _____

BALANCE DUE.....\$ _____

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

WALK-IN
Will Pick Up _____

**ARTICLES OF INCORPORATION FOR
ANGELIQUE M.B. HOLDINGS, INC.**

FILED

96 FEB 19 PM 2:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I

NAME OF CORPORATION

EFFECTIVE DATE

2-14-96

The name of the corporation shall be **ANGELIQUE M.B. HOLDINGS, INC.**, whose address is c/o Saul Cimbler, Esq., 407 Lincoln Road, Ste. 2-L, Miami Beach, FL 33139.

II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.

III

PURPOSES

The Corporation is organized for the purpose of transacting any and all lawful business.

IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of stock, all of one class, at \$1.00 per share par value.

V

REGISTERED AGENT

The address of this Corporation's initial registered office is c/o Law Offices of Saul Cimbler, 407 Lincoln Road, Ste. 2-L, Miami Beach, FL 33139 and the name of the registered agent at said address is Saul Cimbler, Esq.

VI

INCORPORATOR

The name and address of the incorporator is as follows:

Saul Cimbler, Esq.
407 Lincoln Road, Ste. 2-L
Miami Beach, FL 33139

VII

BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one.

VIII

INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

INDEMNIFICATION

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

XI

BY-LAW AMENDMENT

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

XII

AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any time by a vote of the majority of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 17th day of May, 1996.

Remy



Saul Cimbler, Incorporator

Saul Cimbler, Registered Agent

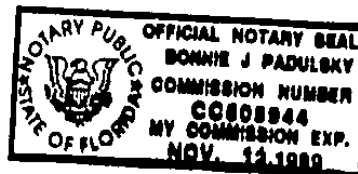
STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared SAUL CIMBLER, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 14th day of February, 1976

Bonnie J. Padulsky
NOTARY PUBLIC
State of Florida at Large,

My Commission expires:



ACCEPTANCE BY REGISTERED AGENT
OF
ANGELIQUE M.B. HOLDINGS, INC.

FILED

96 FEB 19 PM 2:17

I, SAUL CIMBLER, as the registered agent of 805 LINCOLN
HOLDINGS, INC., a Florida corporation, hereby state that I am
familiar with and accept the duties and responsibilities as
registered agent for said corporation

REGISTERED AGENT:

SAUL CIMBLER

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
SAUL CIMBLER to me well known to be the person described in and who
executed the foregoing Acceptance by Registered Agent, and he
acknowledged to and before me that he executed the same for the
uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
at Miami in the said County and State, this 14th day of January 1996.

NOTARY PUBLIC
State of Florida at Large,

My Commission expires:

