# 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. 1-800-342-8062 FAX (904) 222-1222

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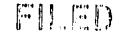
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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

BALANCE DUE.....

THANK YOU from Your Capital Connection



# ARTICLES OF INCORPORATION OF ALLIANCE GLOBAL SERVICES, INC. a Florida Corporation

96 APR - 9 AM ID: 53

BEGING IN A COF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

## ARTICLE I CORPORATE NAME

The name of this Corporation shall be:

### ALLIANCE GLOBAL SERVICES, INC.

# ARTICLE II NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE III CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1000 shares of one class of common stock having a par value of \$.01 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

## ARTICLE IV PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

#### ARTICLE V EXISTENCE

The Corporation shall commence its existence upon the filing of these Articles of Incorporation.

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

#### **ARTICLE VI**

### INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: Lamont & Nelman, P.A.

INITIAL REGISTERED OFFICE: One Biscayne Tower

Suite 3550

Two South Biscayne Boulevard

Miami, Florida 33131

## **ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

LAMONT & NEJMAN, P.A.

Jan/S. Neiman, Secretary

# ARTICLE VII INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

## ARTICLE VIII INITIAL DIRECTORS

The name and address of the Initial member of the Board of Directors is:

Andrew Strasser 1381 South Andrews Avenue Pompano Beach, Florida 33069

## ARTICLE IX CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

## ARTICLE X PRINCIPAL OFFICE

The principal office of the corporation is:

1381 South Andrews Avenue Pompano Beach, Florida 33069

## ARTICLE XI MAILING ADDRESS

The mailing address of the corporation is:

1381 South Andrews Avenue Pompano Beach, Florida 33069

## ARTICLES XII POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

## ARTICLE XIII INCORPORATOR

96 APR -9 AM ID: 53

The name and address of the Incorporator executing these Articles of Incorporation is:

Jan S. Neiman One Biscayne Tower, #3550 Two South Biscayne Boulevard Miami, Florida 33131

## ARTICLE XIV AMENDMENT OF ARTICLES

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

in wilkess whereor, i, the incorporator, have executed these Articles of
incorporation this 874 day of April, 1996.
Jany S. Nelman
Incorporator
STATE OF FLORIDA
COUNTY OF DADE
<b>→</b> <i>Y</i> .
The foregoing instrument was acknowledged before me this $\frac{8}{8}$ day of the foregoing instrument was acknowledged before me this $\frac{8}{8}$ day of executed the foregoing Articles of Incorporation, who is personally known to me or who produced as identification, and who did not take an oath.
Witness my hand and official seal in the county and state last aforesaid, this $\frac{8}{4}$ day of $\frac{1}{2}$ , 1996.
Notary Public, State of Florida at large
my commission expires:
Diane, R. MAI WERE (Notary - print name)