

P960000 36062

Charter Number Only

424-96 TSN

Geller, Geller & Finkel

Requester's Name

1815 Britton Rd. #403

Address

Dania, FL 33004

City

State

ZIP

Phone

920-2300

VALIDATION ONLY

FILED
SEPR 25 PM 2:03
TALLAHASSEE, FLORIDA

6000001794606

-04/25/96--01040--030

****122.50 ****122.50

CORPORATION(S) NAME

POLLUX, INC

APR 25 1996
TALLAHASSEE, FLORIDA

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☒ Call When Ready

☐ Call If Problem

☐ After 4:30

☐ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

F. CHESSEB APR 25 1996

CERTIFIED COPY

ARTICLES OF INCORPORATION

OF

POLLDUAY, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name and address of the Corporation shall be:

POLLDUAY, INC.
2500 E. Hallandale Beach Blvd.
Suite #803
Hallandale, FL 33009

FILED
95 APR 25 PM 2:03
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - PURPOSE

This corporation is organized for the following purpose:

To transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: One Thousand (1,000) shares, One (\$1.00) Dollar par value per share, common stock.

Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed from time to time by the Board of Directors, and shares so issued, the full

consideration for which has been paid or delivered, shall be deemed fully paid stock, and the holder of such shares shall not be liable for any further payment. At any time, and from time to time, when authorized by resolution of the Board of Directors, and without any action by its stockholders, the corporation may issue or sell any shares of its capital stock of any class, whether out of the unissued shares authorized by the Articles of Incorporation of the corporation as originally filed, or by any amendment of the Articles, or out of shares of its stock acquired after the issue; and whether or not the shares so issued are sold, shall confer upon the holders of them the right to exchange such shares for other shares of the stock of the corporation. The corporation may receive in payment, in whole or in part, for any shares of its stock issued or sold by it, any tangible or intangible property or benefit to the corporation including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation shall commence business shall be not less than ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall exist perpetually unless sooner dissolved by law.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered and/or issued to others.

ARTICLE VII

INITIAL REGISTERED OFFICE AND NAME OF REGISTERED AGENT

The registered office of this corporation shall be:

GELLER, GELLER & GARFINKEL
1815 GRIFFIN ROAD, #403
DANIA, FL 33004

The registered Agent at the above address is:

STEVEN A. GELLER, ESQ.

ARTICLE VIII - INITIAL PRINCIPAL OFFICE

The address of the corporation's initial principal office shall be:

2500 E. HALLANDALE BEACH BLVD.
SUITE #803
HALLANDALE, FL 33009

ARTICLE IX - BOARD OF DIRECTORS

The initial Board of Directors shall consist of three members, as below described. The Board of Directors of this corporation shall, at all times, consist of no fewer than three, and no greater than seven, officers and directors.

The affirmative vote of a majority of directors is required to constitute any act or decision rendered by the Board of Directors.

ARTICLE X - CUMULATIVE VOTING

The principal of cumulative voting shall apply in all elections of directors of the corporation. Each shareholder entitled to vote shall have votes equal to the number of shares with voting rights held by him or her, multiplied by the number of directors to be elected, and each may cast all his or her votes for a single candidate, or may divide and distribute his or her votes for a single candidate, or may divide and distribute his or her votes among any two or more candidates, as he or she may see fit. Each shareholder may, if desired, cast fewer than all the votes to which he or she is entitled at an election of directors, but no ballot shall be valid if the total votes shown on it are in excess of the total number of votes to which the shareholder casting such ballot is entitled.

At any such election, the candidates receiving the highest number of votes, up to the number of directors to be chosen, shall be elected, and an absolute majority of the votes cast is not a prerequisite to the election of any candidate to the Board of Directors.

At any meeting of shareholders called expressly for that purpose, any director or directors may be removed from office, with or without cause, by majority vote, except that if less than all of the directors are to be removed, no individual director may be removed if the number of votes cast against his or her removal would be sufficient, if voted cumulatively at an election of the whole Board, for the election of one or more directors.

ARTICLE XI - OFFICERS

The name and address of the Officers of this Corporation are:

NAMK	TITLR	ADDRSS
GEORGE POLLACK	President	2500 E. HALLANDALE BEACH BLVD. SUITE #803 HALLANDALE, FL 33009
CHARLES POLLACK	Vice Pres.	2500 E. HALLANDALE BEACH BLVD. SUITE #803 HALLANDALE, FL 33009
THEODORE DUAY, III	Secy/Treas.	2500 E. HALLANDALE BEACH BLVD SUITE #803 HALLANDALE, FL 33009

ARTICLE XII - INCORPORATOR

The name and address of the incorporator and Registered Agent signing these Articles is:

GEORGE POLLACK
2500 E. HALLANDALE BCH. BLVD.
SUITE #803
HALLANDALE, FL 33009

ARTICLE XIII - INDEMNIFICATION

The Corporation shall indemnify any officer or former officer to the full extent permitted by law.

ARTICLE XIV

ACTIONS REQUIRING GREATER THAN SIMPLE MAJORITY APPROVAL

The following actions shall require the affirmative vote or written consent of the holders of two-thirds (2/3) of the shares of common stock:

- (a) The sale or transfer of any intangible assets of the corporation.

(b) Amendment of these Articles of Incorporation to increase or decrease the authorized number of directors, or to increase the number of authorized shares of stock, or to create any new class or classes of stock.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator named, for the purpose of forming a corporation to do business both within and without the State of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 17th day of April, 1996.



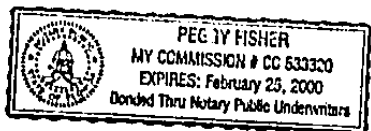
GEORGE POLLACK, Incorporator


STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared GEORGE POLLACK, who is personally known to me, and is to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Dania, Florida, this 17th day of April, 1996.

My Commission expires:





NOTARY PUBLIC, State of Florida
PEGGY FISHER
(Print name of Notary)

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE
OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST, that POLLDUAY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2500 E. HALLANDALE BEACH BLVD., #803, HALLANDALE, FL 33009, has named STEVEN A. GELLER, ESQ., GELLER, GELLER & GARFINKEL, 1815 Griffin Road, #403, Dania, FL 33004, as agent to accept service of process within Florida.

Date: 4/19/96



GEORGE POLLACK, President

Having been named to accept service of process for the above named 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 performance of my duties, and keeping open said office.



STEVEN A. GELLER
Registered Agent

FILED
96 APR 25 PM 2:03
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
FLORIDA