P.06/19 AM 11:4 DIAT ION UF C ACESS\_BUSTAN ELECTRONIC FILING COVER SHEET (((H96000008362))) FROM: EMPIRE CORPORATE KIT COMPANY TO: DIVISION OF CORPORATIONS 1492 W FLAGLER ST DEPARTMENT OF STATE BUITE 200 STATE OF FLORIDA 3309-MIAMI FL 33135-409 EAST GAINES STREET TALLAHASSEE, FL 32399 CONTACT: RAY **STORMONT** PHONE: (305) 541-3694 FAX: (904) 922-4000 FAX: (305) 841-3770 FLORIDA PROFIT CORPORATION OR P.A. DOCUMENT TYPE: (((H98000008382))) NAME: MAX INTERNATIONAL, INC. CURRENT STATUS: REQUESTED FAX AUDIT NUMBER: H96000008362 TIME REQUESTED: 11:32:15 DATE REQUESTED: 06/14/1996 CERTIFICATE OF STATUS: 0 CERTIFIED COPIES: 1 METHOD OF DELIVERY: FAX NUMBER OF PAGES: 4 ACCOUNT NUMBER: 072450003255 EBTIMATED CHARGE: \$122.50 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. (((H98000008382))) \*\* ENTER 'M' FOR MENU. \*\* ENTER SELECTION AND (CR):

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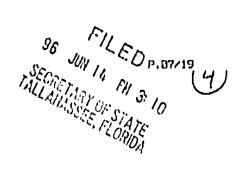
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# ARTICLES OF INCORPORATION OF MAX INTERNATIONAL, INC.

The incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

The name of this Corporation is:

Max International, Inc.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

### ARTICLE III CAPITAL STOCK

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) per value common stock.

### ARTICLE IV PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION

The principal office and mailing address of this Corporation is:

1228 Collins Avenue Suite #300 Mismi Besch, FL 33139

Propared by: Susan J. Hahn, Esq.
Bar No. 0908762
444 Brickell Avenue
Suite #616
Miami, Florida 33131
305-274-8008

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# ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Carlo Gambino 421 N.E. 51 Street Miami, Fl. 33137

#### ARTICLE VI PRE-EMPTIVE RIGHTS

Each shareholder of the Corporation shall have full pre-emptive rights to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue shares.

#### ARTICLE VII INCORPORATOR

The name and street address of the incorporator is:

Sam Michael Ferlita 1228 Collins Avenue Suite #300 Miami Basch, Fl. 33139

# ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) Director initially. The number of Directors may be either increased or diminished from time by the By-laws, but shall never be less than One (1). The name and address of the initial Director of this Corporation is:

Name

Address

Sam Michael Ferifta

1228 Collins Avenus Suite #300 Mismi Beach, FL 33139

## ARTICLE IX INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of incorporation this also enth day of June, 1996.

Sam Michael Ferlita, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he/she is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607,0505.

Carlo Gambino, Registered Agent

SECRETARY OF STATE