

DATE: 06/24/1996 TIME: 11:32 AM

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TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA

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192 W FLAGLER ST

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FAX: (305) 541-3770

COMPANY

302-

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SEVEN SEAS TECHNOLOGY, INC.

FAX AUDIT NUMBER: H90000008795

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/24/1996

TIME REQUESTED: 10:31:59

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 8

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

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SECTION 104
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ARTICLES OF INCORPORATION**OF****SEVEN SEAS TECHNOLOGY, INC.**

I, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I**NAME**

The name of the Corporation shall be:

Seven Seas Technology, Inc.

ARTICLE II**TERM OF EXISTENCE**

This Corporation shall exist perpetually or until dissolved by due process of law.

ARTICLE III**PURPOSE**

This corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

Prepared by:

Mark D. Thomson, Esquire
Greenspoon Marder Hirschfeld, Rafkin, Ross & Berger, P.A.
100 West Cypress Creek Rd., Suite 700
Ft. Lauderdale, FL 33309
Tel. (954) 491-1120, Fax (954) 771-9264
Fla. Bar No. 0843019

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Par Value Per Share: \$1.00

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Shareholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

The Corporation may provide for preemptive rights of stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE VI**INITIAL REGISTERED OFFICE AND AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be:

100 West Cypress Creek Road
Suite 700
Ft. Lauderdale, Florida 33309

The Corporation may also maintain its principal office and branch offices at such places and in such states and foreign countries as the Board of Directors may from time to time by resolution provide.

The name of the initial Registered Agent of this Corporation at the aforementioned address is: Mark D. Thomson, Esq., attorney with Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Barger, P.A.

ARTICLE VII**INITIAL BOARD OF DIRECTORS**

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than fifteen (15) persons. The Board of Directors shall be elected at the annual meeting of the stockholders of this Corporation, which meeting shall be held at such time as provided by the By-Laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The name and street address of the initial director who is to conduct the affairs of this Corporation until the first meeting and election and qualification of his successor:

NAME

ADDRESS

Robert L. Sands, Jr.

100 West Cypress Creek Road
Suite 700
Fort Lauderdale, Florida 33309ARTICLE VIIIINCORPORATOR

The name and address of the individual signing these Articles of Incorporation is:

NAME

ADDRESS

Mark D. Thomson, Esq.

100 West Cypress Creek Road
Suite 700
Ft. Lauderdale, Florida 33309ARTICLE IXCORPORATE ADDRESS

The address of the Corporation shall be:

c/o 100 West Cypress Creek Road, Suite 700
Fort Lauderdale, FL 33309ARTICLE IXMISCELLANEOUS

1. No contract or other transaction between this corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this Corporation is or are interested in, or is a director or officer of such other corporation.

2. Upon election of the Board of Directors by the stockholders, such Board shall manage the business and affairs of the corporation, without the need of further authorization from the stockholders, except as provided by law, or otherwise herein.

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3. The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Shareholders or the Directors. The Shareholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the Shareholders, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Shareholders.

4. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

5. Any Incorporator or Shareholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

6. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 24th day of June, 1996.


MARK D. THOMSON, Esq.

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared MARK D. THOMSON, Esq., who is personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 24th day of June, 1996.

Isabelle B. Klein
NOTARY PUBLIC, State of Florida
Print Name: _____
Commission No.: _____
(Notary Stamp or Seal)

My Commission Expires: NOVEMBER 1998
ISABELLE B. KLEIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 0006975
MY COMMISSION EXPIRES: 11/98

The Undersigned hereby accepts designation as Registered Agent of the Corporation.

GREENSPOON, HARDER, HIRSCHFELD,
RAFKIN, ROSS & BERGER, P.A.

BY: Mark D. Thomson
MARK D. THOMSON, Esq.

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Registered Agent:

Mark D. Thomson
MARK D. THOMSON, Engr.

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Figure 1