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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1592 FLAGLER  
STATE OF FLORIDA SUITE 200  
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TALLAHASSEE FL 32399 CONTACT: JAY STORMONT  
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((H96000011563))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MEMSERV, INC.

FAX AUDIT NUMBER: H96000011563

DATE REQUESTED: 08/19/1996

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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96 AUG 20 AM 7:32

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EMPIRE CORPORATE KIT

AUG-19-1996 16:45

P.05/20



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

August 20, 1996

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL**

**SUBJECT: MEMSERV, INC.**  
**REF: W96000017403**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: E96000011563  
Letter Number: 296A00039509

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**MEMSERV, INC.**

I, the undersigned, hereby subscribe myself for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

**ARTICLE I - NAME**

The name of the Corporation shall be MEMSERV, INC. Business shall be carried on in the State of Florida and in the United States of America and elsewhere, as may be authorized by the Board of Directors.

**ARTICLE II - PURPOSE**

This Corporation is organized for the following purposes: CONSULTING AND MARKETING SERVICES and to transact in any and all lawful business authorized under the Statutes of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that the corporation shall have outstanding at any time shall be TWO THOUSAND shares of One Dollar par value.

**ARTICLE IV - BEGINNING CAPITAL**

The amount of capital with which the Corporation shall begin business shall be not less than \$2,000.00 Dollars.

**ARTICLE V - INITIAL OFFICE**

The principal office of this Corporation shall be 17150 N.W. 42nd Place, Miami, Fl 33055 or any other location authorized from time to time by its Board of Directors.

**ARTICLE VI - DURATION**

This Corporation shall have perpetual existence unless sooner terminated under the provisions of the laws of the State of Florida.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) Director unless otherwise provided by Florida Law. The name and post office address of the First Board of Directors who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

Loretta Lachmansingh Pres/Secr/Treas. 1837 Barbara Drive  
Columbia, Sc 29223

M.B. Tax & Accounting Serv.  
3300 E. 44 St. #6  
Hialeah, FL 33013  
(306) 887.0048  
CESAR BRISO

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**ARTICLE VIII - SUBSCRIBERS TO THE CERTIFICATE OF INCORPORATION**  
The name and subscriber to the Certificates of Incorporation and the number of shares of stock and value thereof which each agreed to take is:

<u>NAME</u>		<u>OFFICE</u>	<u>SHARES</u>	<u>VALUE</u>
Loretta Lachmannsingh	P/S/T	1837 Barbara Dr. Columbia, Sc 29223	2,000	\$2,000.00
			2,000	\$2,000.00

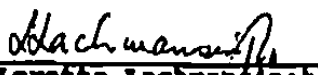
**ARTICLE IX - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now hereafter prescribed by Statute, and all rights conferred upon holders of stock herein granted subject to this provision.

**ARTICLE X - SMALL BUSINESS**

This Corporation may be a Small Business Corporation as defined in Section 1244(c) (2) of the Internal Revenue Code.

**IN WITNESS WHEREOF**, I, the undersigned have made and hereby subscribe to this Certificate of Incorporation and Charter, and do hereby acknowledge this Certificate for the uses and purposes aforesaid, all on this 19th day of August of 1996.

  
Loretta Lachmannsingh  
President/Treasurer

PREPARED BY: Cesar Brioso  
M. B. TAX AND ACCOUNTING SERVICES, INC.  
3300 EAST 4th AVENUE #6  
HIALEAH, FL 33013  
BIN # 65-0332532  
PHONE: (305)-887-0048

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STATE OF FLORIDA )  
 ) SS:  
COUNTY OF DADE )

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Before me the undersigned authority, a Notary Public, duly authorized to take acknowledgments in the State of Florida, personally appeared, LORETTA LACHMANN to me well known and known by me to be the person who executed the foregoing Articles of Incorporation, and stated, after duly sworn, and depose that he had executed the foregoing for the purposes described and set forth therein.

Witness, my hand and seal in the County and State above named, this 19th day of August, 1996.



Cesar Brioso  
NOTARY PUBLIC, STATE OF FLORIDA  
My commission Expires:



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**CERTIFICATE OF RESIDENT AGENT**

In pursuance of Charter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-that MEMBERV, INC. organized under the laws of the State of FLORIDA, with its principal office, as indicated in the Articles of Incorporation at 17150 N.W. 42nd Place, Miami, Fl 33055 has named LORETTA LACHMAN SINGH located at 17150 N.W. 42nd Place, Miami, State of Florida 33055, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept said Act relative to keeping open said office.

*L. Lachman Singh*

**Loretta Lachman Singh  
Registered Agent**

**FILED**

**96 AUG 20 PM 4:16**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

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