

Law Offices of  
**ROBERT B. HALLERAN AND ASSOCIATES, P.A.**

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(954) 458-7700  
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October 28, 1996

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-11/01/96--01099--014  
\*\*\*\*122.50 \*\*\*\*122.50

SECRETARY OF STATE  
HALLANDALE, FL 33009

**P96000090854**

RE: Orca Enterprises, Inc.  
Our File No.: 96-2003

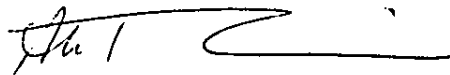
Dear sir:

Enclosed you will please find an original and one copy of the Articles of Incorporation with regards to the afore captioned matter, along with a check in the sum of \$122.50 as fee for same.

Please process accordingly and return to our office upon completion.

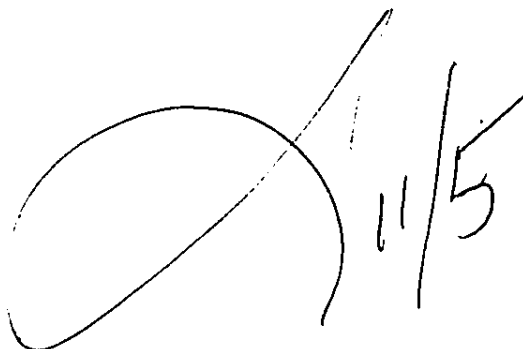
Thank you for your attention regarding this matter.

Very truly yours,

  
Andrew S. Bresalier,  
Office Manager/Paralegal

Enclosure(s)

ASB/



**FILED**  
96 NOV - 1 PM 4:53  
SECRETARY OF STATE  
HALLANDALE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ORCA ENTERPRISES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract her/his terms a corporation under the Laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this corporation is ORCA ENTERPRISES, INC.

**ARTICLE II  
NATURE OF BUSINESS**

The nature of this business is to transact any and all activities legally permissible under the laws of the State of Florida or the United States, either by statute or as may exist by common law at the time of the filing of these Articles or as may be extended from time to time.

**ARTICLE III  
AUTHORIZED SHARES**

The capital stock authorized the par value thereof, and the characteristics of such stocks shall be of follows:

1,000 shares at a \$1.00 par.

The capital stock may be paid for in money, property, labor or other services, at a just value to be fixed by the incorporators or by the directors at a meeting calling for such purpose.

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CLERK OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE IV**  
**INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business shall not be less than \$500.00.

**ARTICLE V**  
**TERMS OF EXISTENCE**

This Corporation is to exist perpetually unless sooner dissolved by law.

**ARTICLE VI**  
**INITIAL STREET ADDRESS**

3411 S.W. 20TH Street  
Fort Lauderdale, Florida 33312

**ARTICLE VII**  
**DIRECTOR(S)**

This corporation shall have one (1) director(s) initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws.

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the Corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and

other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

#### **ARTICLE VIII** **INITIAL DIRECTOR**

The name and post office addresses of the members of the first Board of Directors:

**AMY ADAMS**  
3411 S.W. 20TH Street  
Fort Lauderdale, Florida 33312

#### **ARTICLE IX**

##### **INCORPORATORS**

The name and post office address of each incorporator to these Articles of Incorporation is:

**AMY ADAMS**  
3411 S.W. 20TH Street  
Fort Lauderdale, Florida 33312

#### **ARTICLE X** **AMENDMENT**

The Articles of Incorporation may be amended in any manner provided by law.

**ARTICLE XI**  
**DATE OF COMMENCEMENT OF CORPORATE EXISTENCE**

The date of commencement of corporate existence of this corporation shall be the date of November 1, 1996.

**ARTICLE XII**  
**RESIDENT AGENT DESIGNATION**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that ORCA ENTERPRISES, INC., desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Fort Lauderdale, Florida has named ROBERT B. HALLERAN, ESQ. as its agent to accept service of process within this State. Resident Agent's address: 1250 East Hallandale Beach Boulevard, Suite 901. Hallandale, Florida 33009.

**ACKNOWLEDGEMENT:**

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

BY: \_\_\_\_\_

  
ROBERT B. HALLERAN, Esquire

IN WITNESS WHEREOF, I, the undersigned being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a corporation pursuant to the corporation Law of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and

agree to take the number of shares of stock hereinabove set forth,  
and accordingly have hereunto set my hand and seal this 22 day of  
October, 1996, at Hallandale, Florida.

Amy Adams  
AMY ADAMS

STATE OF FLORIDA )  
COUNTY OF BROWARD ) SS

BEFORE ME, the undersigned authority, personally appeared  
AMY ADAMS well known and known to me to be the person described in  
and who executed the foregoing Certificate of Incorporation, and he  
acknowledges to and before me that he executed the same for the  
purposes expressed herein.

[Signature] 10/22/96  
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



OFFICIAL SEAL  
Robert B. Halleran  
My Commission Expires  
Dec. 9, 1996  
Comm. No. CG 245379

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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