

P96000094067

Character Number Only

1-13-96

Requestor's Name

Address

City

State

ZIP

Phone

VALIDATION ONLY

500002004525--3

-11/14/96--01026--028

****157.50 ****122.50

CORPORATION(S) NAME

~~Nexpage, Inc.~~

Nexkeep, Inc.

FILED
96 NOV 18 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

☒ 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	

wag-24/40

CERTIFIED COPY



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

95 NOV 18 AM 10:27

DIVISION OF CORPORATIONS

November 14, 1996

EMPIRE

MIAMI, FL

SUBJECT: NEXPAGE, INC.
Ref. Number: W96000024140

We have received your document for NEXPAGE, INC. and check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 796A00051970

**ARTICLES OF INCORPORATION OF
NEXDEEP, INC.**

FILED
96 NOV 18 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: NEXDEEP, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.01 par value common stock which shall be designated as "Common Shares". Each share of common stock of this corporation shall entitle the holder 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.

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 8540 S.W. 132 Court, Miami, Florida 33183 and the initial registered agent of this corporation is SERGIO V. MEDINA, ESQ., at 623 N.E. 72nd Street, Miami, Florida 33138. The Board of Directors may, from time to time, move the principal or registered Office to any other address to which it seems pertinent in the interest of the corporation, either within or without the State of Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ~~three~~ Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

Miguel J. Pohudka
6100 Maynada Street
Coral Gables, Fl. 33146

Gustavo Alberelli
8540 S.W. 132 Ct.
Miami, Fl. 33183

Nilo J. Abreu Delgado
11457 S.W. 111 Ct. Road
Miami, Fl. 33176

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is: Sergio V. Medina, Esq., 623 N.E. 72nd Street, Miami, Florida 33138.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - BYLAWS

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 13th day of November, 1996.


SERGIO V. MEDINA, ESQUIRE

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

FILED
96 NOV 18 PM 12:01
STATE OF FLORIDA
TALLAHASSEE, FLORIDA


In compliance with Sections 48.091 and 607.34, Florida Statutes, the following is submitted:

FIRST that NEXBEEP, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 8540 S.W. 132 Court, Miami, Florida 33183, has named SERGIO V. MEDINA, ESQ., at 623 N.E. 72nd Street, Miami, Florida 33138, as its agent to accept service of process within Florida.

Dated: 11-13-96


SERGIO V. MEDINA, ESQ.

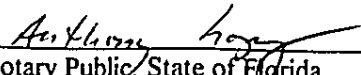
Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


SERGIO V. MEDINA, ESQ. FDL# 4350-798-63-370
Registered Agent X-10-10-98

STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared SERGIO V. MEDINA, known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 13th day of November, 1996.


Notary Public, State of Florida

