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Michael A. Ely  
10140 E. Cypress Ct.  
Pembroke Pines, FL 33026  
954-435-8060

January 2, 1997

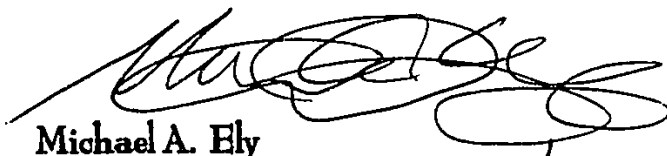
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\*\*\*\*122.50 \*\*\*\*122.50

Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314  
904-487-6056

Regarding: R 96000006119

Please find enclosed two copies of Articles of Incorporation for ALLIED BUSINESS COMM., INC. Also Find check number 1184 in the amount of \$122.50 to incorporate. If you require any other information please write or call me anytime.

Sincerely,

  
Michael A. Ely

  
1/13

FILED  
97 JAN -6 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Articles Of Incorporation  
Of  
**Allied Business Comm., Inc.**

FILED  
97 JAN -6 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation for profit under the laws of the State of Florida and do hereby certify that we have become such a Corporation under and pursuant to the following Articles of Incorporation.

1.

The name of this Corporation is: **Allied Business Comm., Inc.**

2.

The general nature of the business to be transacted by said Corporation shall be and is as follows:

A. To buy, sell, trade, build, invent, or in any other way transact the exchange of goods, entities, monies, services, or any other tangible or intangible commodities.

B. To engage in the transaction of any or all lawful business for which a Corporation may be Incorporated under the provisions of the Florida General Corporation Act.

C. To lend money and to acquire, hold, sell or otherwise deal in obligations, choices in action, real or personal property, contracts and investments of all kinds.

D. To borrow or raise money without limit as to the amount by the issue of or upon bonds, partnership ventures, franchises, debentures, and other negotiable or transferable instruments or otherwise; To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants or other obligations of this Corporation from time to time for any of the objects or purposes of the Corporation and to secure the same by mortgage, pledge, deed of trust or otherwise.

3.

The amount of the total authorized capital stock of the Corporation shall be one thousand shares of common stock, with a par value of \$1.00 per share, all of one class. The whole as well as any part of the capital stock of said Corporation shall be payable in lawful money of the United States of America, or property or labor, or service, at a valuation to be fixed by the unanimous vote of the

Corporation Board of Directors, at the annual meeting of the Corporation Stockholders and Board of Directors. The holders of the stock in the Corporation shall not be held individually liable as such for debts, contracts, liabilities, or engagements of the Corporation, and shall not be liable for assessments to restore impairments of capital in the Corporation; nor shall stock of this Corporation be liable for or to any assessments for any purposes.

No holder of the stock of the Corporation of any class shall have any preferential, pre-emptive or other right to subscribe for or to purchase from the Corporation any stock of the Corporation of any class whether or not now authorized, or to purchase any bonds, Articles of indebtedness debentures, notes obligations or other securities, which the Corporation may at any time issue, whether or not the same shall be convertible into stock of the Corporation of any class or shall entitle the owner or holder to purchase stock in the Corporation of any class.

At any time, and from time to time, when authorized by a resolution of the unanimous vote of the Board of Directors, and without notice, or any action by its Stockholders, the Corporation may issue or sell any shares of its capital stock of any class, whether out of the unissued shares thereof authorized, or out of shares of its stock acquired by it after the issue thereof and whether or not the shares thereof so issued or sold shall confer upon the holders thereof the right to exchange such shares for other shares of stock of the Corporation of any class or classes. The Corporation may receive in payment, in whole or in part, for any shares of its stock issued or sold by it, cash, labor done, personal property, and in the absence of actual fraud in the transaction, the judgment of unanimous vote of the Corporation's Board of Directors as to the value of the labor, property or real state, or other consideration, shall be conclusive.

The minimum shares of the stock which this Corporations authorized to have outstanding at any one time shall be one thousand shares of common stock, having a par value of \$1.00 per share, all of one class, and all of said stock and the value thereof, which have been issued, are in accordance with section 1244 of the Internal Revenue Code and Regulations issued there under.

4.

The minimum amount of operation capital with which the Corporation shall begin business shall be the sum of five hundred dollars (\$500.00).

5.

The Corporation shall have perpetual existence.

6.

The Corporation shall indemnify any and all officers, directors and or stockholders whether present or former to the full extent of the law.

7.

The principal place of said Corporation shall be located at: 10140 East Cypress Court, Pembroke Pines, Florida 33026 with the privilege, however, of having branch offices or places of business within or out of the State of Florida.

8.

The Corporation does hereby designate Michael A. Ely, as its resident agent for the purpose of accepting service in behalf of the Corporation. Said resident agent does hereby signify his acceptance of this appointment as resident agent for the Corporation by his execution and signing his acceptance on the last page of this Articles of Incorporation.

9.

The names and post office address of the first Board of Directors of the Corporation, who, subject, to the provisions of this Articles of Incorporation and the by-laws and general laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until his successor or successors are elected and have qualified, are follows:

<u>Name</u>	<u>Address</u>
Michael A. Ely	10140 East Cypress Court Pembroke Pines, FL 33026

10.

The names and post office address of the following stockholder and a statement of the number of shares of stock which they have agreed to take and which the Corporation has agreed to issue are as follows:

Name	Address	Shares
Michael A. Ely	10140 East Cypress Court Pembroke Pines, FL 33026	1000

11.

This Corporation will assume and pay all of the expenses connected with its Incorporation, and the issuance of the Articles of the Incorporation, take immediate steps to pay all expenses in connection with the Incorporation procedure.

In witness whereof, the undersigned has made and subscribed this Articles of Incorporation at Broward County, Florida for the uses, purposes and considerations as herein expressed and stated this 2nd Day of January, 1997.

Michael A. Ely  
10140 East Cypress Court, Pembroke Pines, Florida 33026

  
SUBSCRIBER

(SEAL)

STATE OF FLORIDA     )  
                                  SS.  
COUNTY OF BROWARD )

Before me, and officer duly authorized to administer oaths and take acknowledgments, personally appeared Michael A. Ely, who is well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and they, before me, according to law, acknowledged that they made and subscribed the same for the uses, purposes and

considerations as therein expressed or stated.

Witness my hand and official seal, at Broward County, Florida  
this 2<sup>ND</sup> Day of JANUARY, 1997.



FRED M. STEIN  
COMMISSION # CC404221  
EXPIRES AUGUST 30, 1999  
ALAN INSURANCE SERVICE  
1-800-488-0040

(SEAL)

NOTARY PUBLIC

MY COMMISSION EXPIRES: 8/30/98

Acceptance of resident agent for the purpose of accepting service upon  
Allied Business Comm., Inc.

The undersigned does hereby accept the office of resident agent for and in behalf  
of Allied Business Comm., Inc. for the purpose of accepting service upon said  
Corporation only.

Dated at Broward County, Florida this 2 Day of JANUARY,  
1997.

Registered Agent:

Michael A. Ely

10140 East Cypress Court

Pembroke Pines, Florida 33026

Subscriber, Incorporator:

Michael A. Ely

10140 East Cypress Court

Pembroke Pines, Florida 33026

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