

P97000007027

JAN-23-1997

7:37

EMPIRE CORPORATE KIT

P.07/21

S

5:15 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000001358 5))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: USA FRAM ART INC.

AUDIT NUMBER.....H97000001358

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD... FAX

EST.CHARGE... \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:02:26

RECEIVED

97 JAN 24 AM 7:29

STATE
TALLAHASSEE, FLORIDA

FILED

97 JAN 24 AM 11:20

STATE
TALLAHASSEE, FLORIDA

nc 1/24/97

ARTICLES OF INCORPORATION
OF

H97000001358 (2)

USA FRAME ART, INC.

27 JAN 26 11:30

The undersigned subscriber to these Articles of Incorporation, natural person, competent to contract, hereby proceed to form a corporation under the laws of the State of Florida.

ARTICLE I.

The name of this corporation is: USA FRAME ART, INC.

ARTICLE II.

The general nature of the business to be transacted by this corporation is:

- (a) To engage generally in any lawful activity or business in the State of Florida and in all other States and Countries, under the Laws of the United States and the State of Florida.
- (b) To do everything necessary, proper, advisable or convenient for the accomplishment or furtherance of these purposes.

ARTICLE III.

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000). Such shares shall be of a single class and shall have a par value of \$0.10 per share.

ARTICLE IV.

The shareholders of authorized and issued common stock shall have preemptive rights as to all new issues of stock in proportion to their outstanding interest.

ARTICLE V.

The initial post office address of the principal office of this corporation in the State of Florida is 3325 N.W. 79th Avenue, Miami, Florida 33122.

ARTICLE VI.

This corporation shall have perpetual existence.

ARTICLE VII.

The number of Directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one (1). The name and mailing

1
Prepared By: Joaquin Leon
FBN-230197
1105 SW 87th Avenue
Miami, FL 33174
305-266-6799

H97000001358

addresses of the initial Board of Director, subject to the provisions of these Articles and By-Laws to be adopted, shall hold office until his successor is elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Ricardo E. Cajigas	3325 N.W. 79th Ave., Miami, Florida 33122

ARTICLE VIII.

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

<u>NAMES</u>	<u>ADDRESSES</u>
Ricardo E. Cajigas	3325 N.W. 79th Ave., Miami, Florida 33122

ARTICLE IX.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the voting shareholders, and approved at a Stockholders' Meeting by a majority of the stock entitled to vote thereon, unless all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X.

The initial By-Laws shall be adopted by the Board of Director. The power to alter, amend, or repeal the By-Laws or adopt new By-Laws is vested in the Board of Director, but is subject to Repeal or Change by a majority of the Voting Shareholders.

ARTICLE XI.

A majority vote is sufficient for any action which requires the vote or concurrence of Shareholders.

ARTICLE XII.


Directors shall be elected by majority vote. Cumulative voting shall not be permitted.

ARTICLE XIII.

The name and street address of the initial registered agent of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Joaquin E. Leon, Esq.	1105 S.W. 87th Ave., Miami, FL 33174

IN WITNESS WHEREOF, I, being all of the original subscriber to the capital stock of this corporation for the purposes of forming a corporation, does make and file these Articles, and accordingly set my hand and seal this the 22nd day of JANUARY, 1997.


Ricardo E. Cajigas

(SEAL)

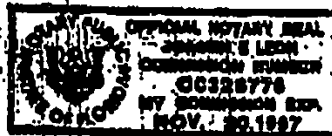
STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared RICARDO E. CAJIGAS, known to me to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation, that I relied upon the following forms of identification of the above-named person: PERSONALLY KNOWN TO ME

WITNESS my hand and official seal, in the County and State named above, this 22nd day of JANUARY, 1997.


Notary Public, State of Florida

Notary Seal:



497000001358

JAN-23-1997 17:39

EMPIRE CORPORATE KIT

P.11/21

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.


Joaquin B. Leon, Esq.

RECEIVED
CLERK OF STATE
TALLAHASSEE, FLORIDA

97 JAN 24 AM 11:20

FILED

H97 000001358