

P 97000000 9174

Harvey D. Rogers, Esq.

ATTORNEYS AT LAW  
1401 N.W. 17th Avenue  
Miami, Florida 33125-2322

Harvey D. Rogers, Esq.

Telephone: (305) 325-0040

Facsimile: (305) 547-1996

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
P. O. BOX 5327  
Tallahassee, FL 32314

500002070265--5

-01/28/97--01084--011

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

January 23, 1997

RE: North Federal Shell, Inc.

Dear Sir/Mam:

Enclosed you will find the original Articles of Incorporation of the above styled corporation, a copy of the same, my check in the amount of \$122.50 representing the filing fee, and self-addressed stamped envelope.

Please have the Articles of Incorporation filed and remit a certified copy to my office in the envelope provided herein.

Thank you for your attention and cooperation in this matter.

Sincerely,

HARVEY D. ROGERS, INC.

HDR/mtp  
Enclosures

RECEIVED  
JAN 27 1997  
11:18  
FBI

SN

JAN 30 1997

FILED  
97 JUN 27 1978  
FBI - MIAMI

**ARTICLES OF INCORPORATION  
OF  
NORTH FEDERAL SHELL, INC.**

**ARTICLE I**

The name of this Corporation: **NORTH FEDERAL SHELL, INC.**

**ARTICLE II**

This Corporation is organized for the purpose of transacting and to engage in any activity or business permitted under the laws of the State of Florida and The United States of America.

**ARTICLE III**

This Corporation is authorized to issue 7,500 shares of common stock of One (\$ 1.00) Dollar par value. No other class of stock is authorized.

**ARTICLE IV**

The principal office, mailing address and initial registered office of this Corporation is: 200 North Federal Highway Fort Lauderdale, Florida 33301, and the name of the initial registered agent of this Corporation, at the above address is: **Arye C. Rotshtyn**.

**ARTICLE V**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation. However, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of a majority vote of the shareholders of this Corporation.

**ARTICLE VI**

This Corporation shall have Two (2) Director(s) initially, but the number may be either increased or decreased by its By-Laws, but shall never be less than One (1). The names and addresses of the initial Board of Directors of this Corporation are:

<u><b>NAME</b></u>	<u><b>ADDRESS</b></u>
<b>Arye Rotshtyn</b>	200 North Federal Hghway Fort Lauderdale, Florida 33301

Gabriel Sarry

200 North Federal Highway  
Fort Lauderdale, Florida 33301

ARTICLE VII

The name(s) and address(es) of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Arye Rotshtyn	200 North Federal Highway Fort Lauderdale, Florida 33301
Gabriel Sarry	200 North Federal Highway Fort Lauderdale, Florida 33301

ARTICLE VIII

The names and addresses of the initial Officers of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Arye Rotshtyn	200 North Federal Highway Fort Lauderdale, Florida 33301	Pres/ Director
Gabriel Sarry	200 North Federal Highway Fort Lauderdale, Florida 33301	Sec/Treas Director

ARTICLE IX

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, and its amendments and modifications thereof. The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the By-Laws of this Corporation in compliance with the Florida General Corporation Act.

ARTICLE X

The Corporation shall indemnify all Officers or Directors, or any former Officer or Director, to the full extent permitted by law for all acts done or made on behalf of the Corporation.

ARTICLE XI

The Board of Directors of the Corporation may not authorize any mortgage or pledge of, or creation of a security interest in,

any and all of the property and assets of the Corporation for the purpose of securing the payment or performance of any obligation of the Corporation, without obtaining prior Shareholder approval of any and each such transaction by the vote or written consent of the holders of one hundred (100) percent of the shares of the Corporation entitled to vote thereon and not otherwise.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21<sup>st</sup> day of Jan, 1997.

Arye Rotshtyn

Gabriel Sarry

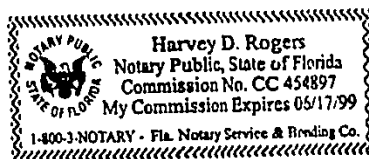
STATE OF FLORIDA     }  
                              } S.S.  
COUNTY OF DADE     }

Sworn to and subscribed before me this 21<sup>st</sup> day of Jan, 1997, by: Arye Rotshtyn and Gabriel Sarry, who did/did not take an oath.

Notary Public - State of Florida

My Commission Expires On:

Personally Known: \_\_\_\_\_ OR Produced Identification: X  
Identification Produced: FID. D.L.



**ACCEPTANCE AS RESIDENT AGENT**

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that **NORTH FEDERAL SHELL, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Fort Lauderdale, Broward County, State of Florida, has named **Arye Rotshtyn**, as its resident agent for the Corporation which is located at: 200 North Federal Highway Fort Lauderdale, Broward County, Florida 33301, as its agent to accept service of process within this State.

**NORTH FEDERAL SHELL, INC.**

  
Arye Rotshtyn

Title: President

Dated: 1/21/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ALINE BUSINESS ORGANIZATION, 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

  
Arye Rotshtyn

Dated: 1/21/97