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ARTICLES OF INCORPORATION

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**OF** 

### GEORGE U. HUGGINS & COMPANY, INC.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act hereby files the following Articles of Incorporation pursuant to Section 607.0202 Florida Statutes:

#### ARTICLE I NAME

The name of the Corporation shall be **GEORGE U. HUGGINS & COMPANY, INC.**, approved by the board of directors.

### ARTICLE II TERM

The term of the existence of the Corporation is perpetual.

### ARTICLE III PURPOSE

The purposes for which the Corporation is organized if for the export of plastic bottles and caps and flexible packaging for food and beverages to Trinidad and Tobago and for the import of cosmetics and perishable food items from Trinidad and Tobago, and all other activities necessary to carry out the functions of the Corporation, to engage in any activities and to transact any and all lawful business for which the Corporation may be incorporated under the Florida General Corporation Act and/or permitted under laws of the United States, doing business as GEORGE U. HUGGINS & COMPANY, INC.

### ARTICLE IV CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue are 1,000, all of which shall be common shares with par value of \$0.

## ARTICLE V COMMON STOCK

Each shareholder of common stocks to this Corporation shall be entitled to full preemptive rights to purchase, with any form of valuable consideration, any issued or unissued or treasury shares of the Corporation and any securities of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe or acquire any unissued treasury shares.

### ARTICLE VI REGISTERED AGENT

The street address of the registered office of the Corporation is 47 E. Robinson Street, Suite 211, Orlando, Florida 32801, and the name of the registered agent at that address is **DEAN F. MOSLEY, ESQUIRE.** 

### ARTICLE VIII DIRECTORS

The board of directors of the Corporation shall consist of four persons. The names and addresses of the board members are:

NAME ADDRESS

MICHAEL URBAN HUGGINS 17 Henry Street

Port of Spain

Trinidad & Tobago

VINNETTE HUGGINS 17 Henry Street
Port of Spain

Trinidad & Tobago

**JASON HUGGINS** 

7541 NW 16th Street

Apt. 1209

Plantation, Florida 33313

**JOSE-ANN NG FAN** 

7541 NW 16th Street

Apt. 1408

Plantation, Florida 33313

## ARTICLE IX OFFICERS

The officers of the Corporation need not be residents of the State or shareholders unless the Bylaws so require. An individual may hold more than one position if he or she is a shareholder in the Corporation and the officers are as follows:

1. President

**MICHAEL HUGGINS** 

2. Vice President

**JASON HUGGINS** 

3. Treasurer

**DARIN NG FAN** 

4. Secretary

**JOSE-ANN NG FAN** 

### ARTICLE X BYLAWS

The director shall adopt Bylaws at the first organizational meeting. The proposed Bylaws shall be approved by two thirds vote of the total board of directors before becoming the law of the Corporation.

# ARTICLE XI INCORPORATOR

The Corporation hereby reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7 of April, 1997.

JASON HUGGINS, INCORPORATOR
7541 NW 16th Street

Plantation, Florida 33313

WITNESS

### **CERTIFICATION OF BOARD OF DIRECTORS**

I, MICHAEL HUGGINS, Chairman of the board of directors, certify that the board of directors have approved the Articles of Incorporation. Shareholder action was not required and all documents have been reviewed and approved by MICHAEL HUGGINS, the director.

The affixing of my signature to This document on the <u>sh</u> day of <u>May</u>, 1997 should indicate my acceptance of this designation.

MICHAEL HUGGINS, Director/President

### ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I, DEAN F. MOSLEY, ESQUIRE, accept the designation of Registered Agent by the Chairman of the board of directors of the GEORGE U. HUGGINS & COMPANY, INC. My address is 47 E. Robinson Street, Suite 211, Orlando, Florida 32801. I will agree to assume those responsibilities of Registered Agent. I will accept service of process and any formal mail on behalf of the Corporation.

The affixing of my signature to this document on the 14th day of May, 1997 should indicate my acceptance of this designation.

DEAN F. MOSLEY, Registered Agent

