

P97000066239

June 25, 1997

Secretary of State  
Division of Corporations  
P O Box 6327  
Tallahassee Fl 32314

400002226524--9  
-06/30/97--01031--1008  
\*\*\*122.50 \*\*\*122.50

SUBJECT: ~~XPECTRUM~~

Enclosed please find the original and one copy of Articles of Incorporation, along with a check in the amount of \$122.50.

This represents the cost of the filing fees, Certified Copy of Articles of Incorporation and fee for Registered Agent Designation for the above named corporation.

Sincerely,

Oscar Negre

MAILING ADDRESS OF CORPORATION  
8901 SW 142 AVE #23  
Miami, Fl 33186

PHONE: (305)383-6239

505-502.  
W97-15410

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 31 AM 11:35

6/13/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 31 AM 11:35

July 20, 1997

Secretary of State  
Division of Corporations  
Attn. Claretha Golden  
P O Box 6327  
Tallahassee FL 32314

SUBJECT: Ref. Number: W97000015410  
Letter Number: 497A00034716  
ART MAKERS, INC. (Instead of XPECTRUM)

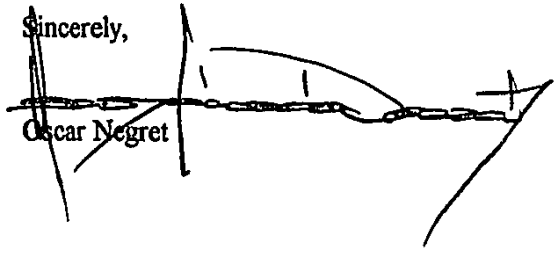
Dear Ms. Golden:

Enclosed please find the new original and one copy of Articles of Incorporation for ART MAKERS, INC.

Hopefully this time we will be able to incorporate. This name was available on Friday. Thank you for helping us to complete this process. If you need additional information, do not hesitate to contact us.

Sincerely,

Oscar Negret



MAILING ADDRESS OF CORPORATION  
8901 SW 142 AVE #23  
Miami, FL 33186

PHONE: (305)383-6239



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 31 AM 11:35

July 2, 1997

XPECTRUM  
8901 SW 142 AVENUE #23  
MIAMI, FL 33186

SUBJECT: XPECTRUM  
Ref. Number: W97000015410

We have received your document for XPECTRUM and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 497A00034716

**ARTICLES OF INCORPORATION  
OF**

**ART MAKERS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 31 AM 11:35

The undersigned subscriber(s) to these Articles of Incorporation, each natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this corporation shall be:

**ART MAKERS, INC.**

**ARTICLE II**

The general nature of the business and the objects and purposes to be transacted and carried on are:

**GRAPHIC DESIGN**

And, in general, to carry on any business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw, accept and negotiate bonds and mortgages, bills or exchange, promissory notes or other obligations or negotiable instruments.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares with a par value of \$1.00 per share.

#### **ARTICLE IV**

The amount of capital with which this corporation will begin business is not less than five hundred dollars (\$500.00).

#### **ARTICLE V**

The corporation shall have perpetual existence.

#### **ARTICLE VI**

##### **ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is:

**8249 NW 36TH STREET SUITE 107, MIAMI FLORIDA 33166**

The Board of Directors may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

#### **ARTICLE VII**

##### **DIRECTOR(S)**

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by laws adopted by the stockholders, but shall never be less than one (1).

#### **ARTICLE VIII**

##### **INITIAL BOARD OF DIRECTORS**

The name(s) and post office address(es) of the number of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, by by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until/their successors are elected and have qualified, are:

**GUILLERMO ARIAS  
1530 JEFFERSON AVE #31  
MIAMI BEACH, FL 33139  
OSCAR NEGRET  
8901 SW 142 AVE #23  
MIAMI, FL 33186**

## **ARTICLE IX**

### **SUBSCRIBERS**

The names and post office addresses of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof, are:

GUILLERMO ARIAS  
1530 JEFFERSON AVE #31  
MIAMI BEACH, FL 33139  
250 SHARES

OSCAR NEGRET  
8901 SW 142 AVE # 23  
MIAMI, FL 33186  
250 SHARES

## **ARTICLE X**

### **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by 100% of the stock to vote thereon.


## **ARTICLE XI**

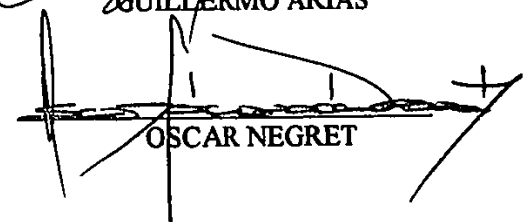
### **DESIGNATION OF REGISTERED RESIDENT AGENT**

That Niria Nevot located at 4240 West 1st Ave, City of Hialeah, State of Florida, is Hereby named Registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida at this registered office.

**WE, THE UNDERSIGNED**, being each and all of the original subscribers to the capital stock hereabout named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereabout set forth as to each of us, and accordingly have hereunto set our hands and seals this 20th day of July, 1997.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 31 AM 11:35

  
GUILLERMO ARIAS

  
OSCAR NEGRET

**ACKNOWLEDGMENT**

Having been named to accept service of process for ART MAKERS, INC. at the place designated in this article, I hereby accept to act in this capacity and agree to comply with this provision of said act relative to keeping open said office.

By:   
Registered Resident Agent

STATE OF FLORIDA :

COUNTY OF DADE :

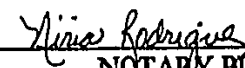
I hereby certify, that on this day before me, a notary public, duly authorized to administer oaths and take acknowledgments, personally appeared, to me well known to be the person(s) described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

Witness, my hand and seal in the County and state above, this 20th of July of 1997.

My commission expires:



NIRIA RODRIGUEZ  
COMMISSION # CC 646620  
EXPIRES MAY 12, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
NOTARY PUBLIC