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10/10/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000016887 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: SCHARLIN, LANZETTA, COHEN, COBB & EBIN
CONTACT: MARY FAWKES
PHONE: (305)358-4222

ACCT#: 075444001523

FAX #: (305)358-0602

NAME: VILCOS, INC.

AUDIT NUMBER.....H97000016887

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

CERT. OF STATUS..1

PAGES..... 5

CERT. COPIES.....1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight OCT 10 1997

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**ARTICLES OF INCORPORATION
OF
VILCOS, INC.**

The undersigned hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Florida Statutes, Chapter 607.

ARTICLE I

NAME

The name of this corporation shall be VILCOS, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

Prepared by:
Linda Ebin, Esquire
1399 SW First Avenue, 4th Fl.
Miami, Florida 33130
(305) 358-4222
FL Bar No.: 0318590

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TALLAHASSEE, FLORIDA

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ARTICLE IV

TERM OF EXISTENCE

This corporation shall commence its existence on filing of these Articles with the Secretary of State of Florida, and shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

LINDA EBIN
1399 S.W. First Avenue
Suite 400
Miami, Florida 33130

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. 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).

ARTICLE VII

INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street addresses are:

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Eugenio J. Cosculluela, Sr.
1450 Madruga Avenue, Suite 303
Coral Gables, FL 33146

Eugenio J. Cosculluela, Jr.
1450 Madruga Avenue, Suite 303
Coral Gables, FL 33146

The persons named as the initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII

PRINCIPAL OFFICE

The principal office of the corporation is as follows:

1450 Madruga Avenue, Suite 303
Coral Gables, FL 33146

ARTICLE IX

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

LINDA EBIN
1399 SW First Avenue
Suite 400
Miami, Florida 33130

ARTICLE X

CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.


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ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 9th day of October, 1997.



Linda Ebin

H97000016887

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the following is submitted, in compliance with said Statutes:

That VILCOS, INC., desiring to organize under the laws of the State of Florida, with its registered office at: 1450 Madruga Avenue, Suite 303, Coral Gables, FL 33146, has named LINDA EBIN, located at 1399 SW First Avenue, Suite 400, Miami, Florida 33130, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


LINDA EBIN

2:\LE\CONSULT\GUES\ACI-VZ

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PA7000087658

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Fox Automated Systems Technologies, Inc.
(Proposed corporate name - must include suffix)

700002317567--5
-10/10/97--01055--032
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Benjamin J. Fox
Name (Printed or typed)

3221 Shimmy Ln
Address

Tallahassee FL 32308
City, State & Zip

850-385-2425
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED

ARTICLES OF INCORPORATION

97 OCT 10 AM 11:57

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for the State of FLORIDA, TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Fox Automated Systems Technologies, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3221 Shimmy Ln.
Tallahassee, FL 32308

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

3221 Shimmy Lane
Tallahassee, FL

Benjamin J. Fox

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Benjamin J. Fox.
3221 Shimmy Ln
Tallahassee, FL 32308

Benjamin J. Fox
Signature/Incorporator

10/10/97
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Benjamin J. Fox
Signature/Registered Agent

10/10/97
Date