

P97000088704



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 564650 80473A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 14, 1997

ORDER TIME : 2:39 PM

ORDER NO. : 564650-005

CUSTOMER NO: 80473A

CUSTOMER: Bill T. Smith, Jr., Esq
BILL T. SMITH, JR., P.A.

Suite 402
980 North Federal Highway
Boca Raton, FL 33432

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DOMESTIC FILING

NAME: MUNN TRADING CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

RECEIVED
97 OCT 14 PM 3:28
FILED
97 OCT 14 PM 4:04
TALLAHASSEE, FLORIDA
STATE

SN OCT 14 1997

ARTICLES OF INCORPORATION
OF
MUNN TRADING CORPORATION

FILED
97 OCT 14 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

NAME

The name of this Corporation is MUNN TRADING CORPORATION

ARTICLE 2

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be 980 North Federal Highway, Suite 402, Boca Raton, Florida, 33432.

ARTICLE 3

MAILING ADDRESS

The mailing address of this Corporation shall be, 980 North Federal Highway, Suite 402, Boca Raton, Florida, 33432.

ARTICLE 4

PURPOSES AND POWERS

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to accounting; management, financial, operating and administrative consulting services; financial planning; investment advisory services, loan packaging, tax return and business plan preparation; business restructuring; systems consulting and any and all business activities related thereto.

ARTICLE 5

CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, having a par value of ONE DOLLAR (\$1.00) per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

ARTICLE 6

PRE-EMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights and every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

ARTICLE 7

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be 980 North Federal Highway, Suite 402, Boca Raton 33432, and the name of the initial registered agent of this Corporation at that address is Bill T. Smith, Jr.

ARTICLE 8

INCORPORATOR

The name and address of the person signing these Articles of Incorporation, the Incorporator, is BILL T. SMITH, JR., whose address is 980 N. Federal Highway, Suite 402, Boca Raton, FL 33432.

ARTICLE 9

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

ARTICLE 10

INDEMNIFICATION


The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 11

MEETINGS BY TELECONFERENCING

Any and all meetings of the Directors or officers may be attended in person or by telephone or other form of electronic conferencing.

The undersigned Incorporator has executed these Articles of Incorporation this
9th day of October, 1997



BILL T. SMITH, JR., Incorporator


DESIGNATION OF REGISTERED AGENT
FOR
MUNN TRADING CORPORATION

Pursuant to Section 607.0505, Florida Statutes, the following is submitted:

MUNN TRADING CORPORATION, desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named, BILL T. SMITH, JR., whose address is 980 North Federal Highway, Suite 402, Boca Raton, FL 33432, as its registered agent for service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, 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 as set forth in Section 607.0505, Florida Statutes.


BILL T. SMITH, JR.

FILED
97 OCT 14 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA