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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ADAMCO, INC.

AUDIT NUMBER.....H97000018988

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

CERT. OF STATUS..0

PAGES..... 7

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

m 11/14/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 14, 1997

EMPIRE

SUBJECT: ADAMCO, INC.
REF: W97000025783

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE REGISTERED AGENTS NAME NEEDS TO BE LISTED THE ARTICLES.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Neysa Culligan
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ARTICLE I.

NAME

The Name of the Corporation is, ADAMCO, Inc.

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Prepared by : Michael A. Bander, Esq.
444 Brickell Ave., Suite 300
Miami, Florida 33131
FL. Bar # 17-196-7
Phone: 305-358-5800

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ARTICLE IV.

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 1.000 shares with par value of \$1.00.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI.

PRINCIPAL OFFICE

The principal office of the Corporation is: 5630 Nassau Dr.
Boca Raton, Florida 33487

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ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation:

5630 Nassau Dr.; Boca Raton, Florida 33487.

ARTICLE VIII.

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first board of directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME

Larbi Jalane

President

Amal Bahloul

Vice-president

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ARTICLE IX.

INCORPORATOR

The name and address of the incorporator is: Larbi Jalane: 5630
Nassau Dr.: Boca Raton, Florida 33487.

ARTICLE X.

INDEMNIFICATION

The Corporation shall indemnify any present or former officer
or director, or person exercising powers and duties of a director,
to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original
incorporator of the Corporation, has executed these Articles of
Incorporation this 11th day of November 1997.



Larbi Jalane

Incorporator

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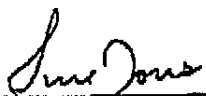
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STATE OF FLORIDA)

COUNTY OF DADE)

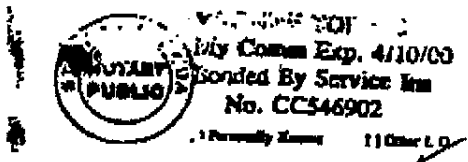
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared before me Larbi Jalene Mailed to be the person described herein as the Incorporator, and who executed the foregoing Articles of Incorporation, and he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 11th of November 1997



NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:



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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ADAMCO, INC.
2. The name and address of the Registered Agent and office is:
5630 Nassau Dr. Boca Raton, Florida 33487. Larbi Jalane

SIGNATURE

Larbi Jalane
President

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TALLAHASSEE, FLORIDA

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