CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Makalali, INC.

✓ Art of Inc. File
LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Trade/Service Mark
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
✓ Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
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ARTICLES OF INCORPORATION

OF

MAKALALI, INC.

The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I – CORPORATE NAME

The name of this Corporation shall be:

MAKALALI, INC.

ARTICLE II – 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 in 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 one thousand (1,000) shares of common stock having a par value of One Dollar ($1.00) per share.

Shares may be issued only for a consideration having 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.

ARTICLE IV – TERM OF EXISTENCE

This corporation shall have a perpetual existence.

ARTICLE V – REGISTERED AGENT

The initial Registered Agent for this Corporation shall be:

CHARLES SMITH
444 BRICKELL AVENUE, STE 51-439
MIAMI, FL 33131

ARTICLE VI – BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time through By-Laws adopted by the stockholders. However, the Corporation shall have no less than one director at any time.

ARTICLE VII – INITIAL DIRECTORS

The names and post office addresses of each member of the initial Board of Directors of this Corporation are:

CHARLES SMITH
444 BRICKELL AVE, #51-439
MIAMI, FLORIDA 33131

The person named as initial director 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 AND REGISTERED ADDRESS

This corporation shall maintain its principal office and registered office address at:

444 BRICKELL AVE, #51-439
MIAMI, FL 33131

The Board of Directors may change the registered office as is necessary.

ARTICLE IX - INCORPORATIOR

The name and post office address of each Incorporator executing these Articles of Incorporation are as follows:

CHARLES SMITH
444 BRICKELL AVE, #51-439
MIAMI, FLORIDA 33131

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.

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.

ARTICLE XII – PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, services, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 10th day of February, 1998.

By: ______________________
CHARLES SMITH

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of 607.0501, Fla. Stat., the mentioned 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 MAKALALI, INC.

2. The name and street address of the registered agent is CHARLES SMITH, 444 BRICKELL AVENUE, STE 51-439, MIAMI, FLORIDA 33131. 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 AF 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.

CHARLES SMITH

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