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CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: KORAL USA CORPORATION
AUDIT NUMBER.....H98000003702
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 24, 1998

EMPIRE

AMERICA

SUBJECT: KORAL ~~USA~~ CORPORATION
REF: W98000004117

KORAL AMERICA CORPORATION

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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Neysa Culligan
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
KORAL AMERICA CORPORATION**

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purpose set forth below, hereby subscribed to these Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **KORAL AMERICA CORPORATION**

ARTICLE II - PURPOSE

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the laws of the State of Florida and United States of America.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of \$1.00 par value.

ARTICLE IV - DURATION

The existence of this corporation shall be perpetual.

ARTICLE V - LOCATION

The principal office of this corporation shall be located at: 1625 S.W. 4th Avenue, Boca Raton, Florida 33432.

Prepared by:
LAW OFFICES OF GLORIA ROA BODIN, P.A.
2100 PONCE DE LEON BLVD.
SUITE 920
CORAL GABLES, FL 33134
PH: (305) 442-1322
FL BAR No.: 262897

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ARTICLE VI - BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of not less than one and not more than five members. The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

Miroslaw Wyzykowski, 1625 S.W. 4th Avenue, Boca Raton, Florida 33432.

ARTICLE VII - INITIAL OFFICERS

The following are the initial officers:

- President : Miroslaw Wyzykowski
- Vice-President : Miroslaw Wyzykowski
- Secretary : Miroslaw Wyzykowski
- Treasurer : Miroslaw Wyzykowski

ARTICLE VIII - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this Corporation is: Gloria Roa Bodin, 2100 Ponce de Leon Boulevard, Suite 920, Coral Gables, Florida, 33134.

ARTICLE IX - BY-LAW

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholder or Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

Prepared by:
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2100 PONCE DE LEON BLVD.
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ARTICLE XI - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash or any new stock of this Corporation of the same kind, class or series as which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII - INCORPORATOR

The name and address of the person signing these Articles is: Miroslaw Wyzykowski, 1625 S.W. 4th Avenue, Boca Raton, Florida 33432.

ARTICLE XIII - AMENDMENT

This Corporation reserved the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF the undersigned has executed these Articles of Incorporation this 19th day of February, 1998.

Miroslaw Wyzykowski
Miroslaw Wyzykowski

Prepared by:
LAW OFFICES OF GLORIA ROA BODIN, P.A.
2100 PONCE DE LEON BLVD.
SUITE 920
CORAL GABLES, FL 33134
PH: (305) 442-1322
FL BAR No.: 262897

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ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

[Handwritten Signature]
Gloria Roa Bodin

STATE OF FLORIDA }
 } ss:
COUNTY OF DADE }

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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I HEREBY CERTIFY that on this day personally appeared Gloria Roa Bodin to me well known to be the same described in and who executed these Articles of Incorporation, and acknowledged the Articles to be the act and deed of the subscriber and that the facts set forth therein are true.

WITNESS my hand and seal at Miami, Dade County, Florida this 19th day of February, 1998.

[Handwritten Signature]
NOTARY PUBLIC OF STATE
OF FLORIDA-AT-LARGE

My commission expires:

Prepared by:
LAW OFFICES OF GLORIA ROA BODIN, P.A.
2100 PONCE DE LEON BLVD.
SUITE 920
CORAT. GARTERS. FL 33134



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