

OFFICE USE ONLY

HAZARDUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305) 552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

200002481202--4

-04/07/98-01058-021

\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. THE FIFTH ELEMENT INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

FILED  
98 APR -7 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
3-9-98  
DIVISION OF CORP. REGISTRATION  
98 APR -7 AM 11:26  
RECEIVED

4/7

ARTICLES OF INCORPORATION  
OF  
THE FIFTH ELEMENT INC.

FILED  
98 APR - 7 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is: THE FIFTH ELEMENT INC.

EFFECTIVE DATE  
4-6-98

ARTICLE II

NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, nation or territory.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00)

## ARTICLE V

### BEGINING OF CORPORATE EXISTENCE

The date of corporate existence shall be the time of subscription and acknowledgment of these Articles of Incorporation.

## ARTICLE VI

### TERM OF EXISTENCE

This corporation shall exist perpetually.

## ARTICLE VII

### ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 280 NAVAJO STREET, MIAMI SPRINGS, FL 33166

The board of Directors may from time to time move the principal office to any other address.

## ARTICLE VIII

### DIRECTORS

This corporation shall have one (4) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but there shall always be at least one (1) director.

To the extend permitted by law, the corporation shall indemnify and hold harmless each person serving as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer.

The corporation shall reimburse each such person for all costs, legal and other expenses, reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this corporation and any other firm or corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such firm or corporation, provided that the fact he or she is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with the like force and effect as if he or she were not a director or officer of such other corporation or not so interested.

## ARTICLE IX

### INITIAL DIRECTOR

The name and post office address of the initial directors of the corporation is:

280 Navajo Street, Miami Springs, FL 33166

## ARTICLE X

### INITIAL SUBSCRIBERS

The name and post office address of the initial subscribers of these Articles of Incorporation

is: Manuel Cordoves, 280 Navajo Street, Miami Springs, FL 33166  
Daniel Vickers, 3087 NW 66th. Street, Miami, FL 33197  
Lonnie Miller, 2430 N.W. 89th. Terr., Miami, FL 33197  
Christian Quintana, 1940 SW 85th. Ave., Miami, FL 33155

## ARTICLE XI

### REGISTERED OFFICE AND REGISTERED AGENT

The registered office and registered agent of the Corporation shall be:

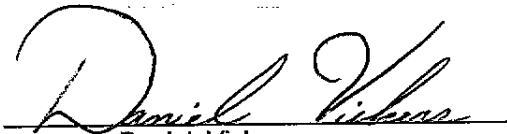
Manuel Cordoves, 280 Navajo Street, Miami Springs, FL 33166


## ARTICLE XII

### AMENDMENTS

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 it to the stockholders and approved at the stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOFF, the undersigned have hereunto set their hands and seal  
and has acknowledged and filed in Office of the Secretary of State of the State of Florida,  
as subscribers of the foregoing Articles of Incorporation, at Miami, Florida, this 6th  
day of April, 1998

  
Daniel Vickers  
Director

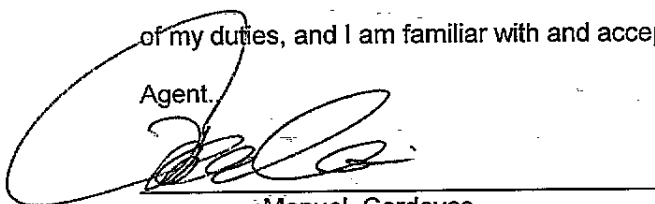
  
Manuel Cordoves  
Director

  
Lonnie Miller  
Director

  
Christian Quintana  
Director

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 Status 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.

  
Manuel Cordoves  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

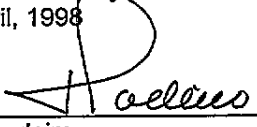
98 APR -7 PM 1:12

FILED

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 Manuel Cordoves, Daniel Vickers, Lonnie Miller and Christian Quintana, well known to me, who executed the Articles of Incorporation of The Fifth Element Inc., and they executed the same for the purposes therein expressed.

WITNESS my hand and official seal, at Miami, Dade County, Florida, this 6th day of April, 1998

  
\_\_\_\_\_  
J. Lodeiro  
Notary Public State of  
Florida at Large

