

P98000041942

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: ADPro Marketing Co.
(Proposed corporate name - must include suffix)

300002501253

04/27/98 01075 002
122.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: _____
Name (Printed or typed)

- Henry Gonzalez
8541 Dundee Terrace
- Miami Lakes, FL 33016

Daytime Telephone number

98 MAY -8 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

NOTE: Please provide the original and one copy of the articles.

B. BROCK MAY 8 1998
W48-9532



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 29, 1998

FUTURE FORCE
5705 N.W. 158 STREET
MIAMI LAKES, FL 33014

SUBJECT: ADPRO MARKETING CO.
Ref. Number: W98000009532

We have received your document for ADPRO MARKETING CO. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 598A00023182

ARTICLES OF INCORPORATION OF

ADPRO ADVERTISING, INC.

We, the undersigned subscribers of these articles of incorporation, a natural person, competent to contract and desiring to form a corporation under the laws of the State of Florida, hereby certify as follows:

I

The name of the proposed corporation is:

ADPRO ADVERTISING, INC.

II

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

III

The number of shares of stock which the corporation is authorized to have outstanding at any time shall be ONE THOUSAND SHARES WITH a par value of \$10.00 per share.

IV

The principal business office of the corporation shall be located at 5705 NW 158 St, Miami Lakes Fo., 33014, or at any other such place as may later be designated by the Board of Directors, with branch offices in such other cities, towns, states or countries as may from time to time be authorized by the Board of Directors.

V

The initial registered office of this corporation shall be:
5705 NW 158 St., Miami Lakes, Fl., 33014 and the registered agent at such address is HENRY GONZALEZ.

VI

The business of this corporation shall be conducted by a Board of Directors which shall consist of not less than one (1) and not more than nine (9) as shall from time to time be designated in by the shareholders of this corporation and a majority thereof shall constitute a quorum for the transaction of all business.

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TALLAHASSEE, FLORIDA

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VII

The name and street address of each person who is to serve as a member of the initial board of directors, who, subject to the provisions of these articles of incorporation, by the bylaws of these corporation and the laws of the State of Florida, shall hold office for the first year of its corporate existence or until their successors are elected and are duly qualified are:

HENRY GONZALEZ 5705 NW 158 St.,
 MIAMI, FL, 33014.

VIII

The name and street address of each incorporator is:

HENRY GONZALEZ 5705 NW 158 St.
 MIAMI LAKES, FL. 33014

IX

The bylaws of this corporation shall be created, amended or changed by either the stockholders or the directors at any regular or duly scheduled special meeting.

X

This corporation shall have, in addition to a president, vice-president, secretary and/or treasurer, such other additional officers as may be created from time to time by and under the authorization of its bylaws.

XI

All such officers and/or agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the bylaws or determined by the board of directors. Any person may hold two or more offices.

XII

Every person who is now, or hereafter shall become a director of this corporation shall be indemnified by the corporation against all costs which are or hereafter may be reasonably incurred (including attorney's fees) or imposed upon him/her in connection with or resulting from any action, suit or proceedings of whatever nature to which he/her may be part by reason of his/her

being or having been a director of the corporation whether or not he/she is a director or not at the time he/she is made a party to such action, suit or proceeding, or at the time such costs or expenses are incurred by or imposed upon him/her.

However, an exception shall be made in relation to matters as to which he/she shall finally be adjudged in such actions, suits or proceedings to have been derelict in the performance of the duties imposed upon him/her as such director.

The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS THEREOF, the undersigned has made, subscribed and acknowledged these articles of incorporation this 5TH. day of MAY, 1998.


HENRY GONZALEZ

STATE OF FLORIDA
COUNTY OF DADE

SS:

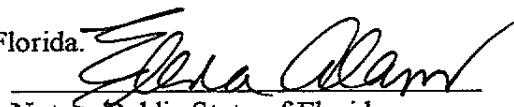
I HEREBY CERTIFY that on the 5TH. day of MAY, 1998, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments,

HENRY GONZALEZ

to me well known and to me to be the person who executed the foregoing articles of incorporation and who acknowledged that it was signed and executed for the uses and purposes therein expressed.

IN WITNESS THEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, the day and year first above written.

Dade County, Florida.


Notary Public State of Florida
Notary Public at large.



ELENA ALAMO
COMMISSION # CC 685658
EXPIRES OCT 5, 2001
BONDED THRU
ATLANTIC BONDING CO., INC

CERTIFICATE OF DESIGNATION
REGISTERED AGENT OFFICE

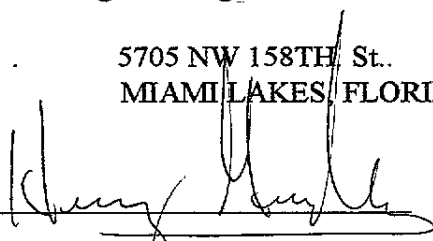
Pursuant to the provisions of section 607.0501, F.S., the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

The name of the corporation is ADPRO ADVERTISING, INC.

The name and address of the registered agent and office is:

HENRY GONZALEZ . 5705 NW 158TH St..
MIAMI LAKES, FLORIDA 33014

Signature

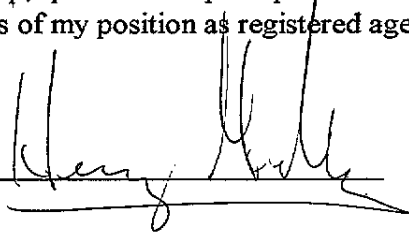


Title: REGISTERED AGENT.

Date: MAY 5, 1998.

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 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.

Signature:



Date: MAY 5, 1998.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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