

P98000055503

MITCHELL CEASAR, P.A.  
ATTORNEY AT LAW  
SUITE 300  
8181 WEST BROWARD BOULEVARD  
PLANTATION, FLORIDA 33324  
BROWARD (954) 475-2500

FILED  
98 JUN 19 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 5, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

RE: N.A.D. COM, INC.

700002565637--5  
-06/19/98--01077--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing fees:	\$ 35.00
Registered Agent fee:	<u>35.00</u>
TOTAL:	\$ 70.00

Please file the original of the enclosed Articles of Incorporation and return a copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Yours truly,



Mitchell Ceasar

MC/lk  
Enclosures as indicated.

TA-6/22/98

ARTICLES OF INCORPORATION

OF

N.A.D. COM, INC.

FILED  
98 JUN 19 PM 12:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME OF THIS CORPORATION IS:

N.A.D. COM, INC.

2. PRINCIPAL OFFICE:

The principal office of the corporation shall be at:

443 Holiday Drive  
Golden Isles, Florida 33009

3. DURATION:

The period of duration of this corporation shall be perpetual.

4. PURPOSE:

The purpose is to engage in a lawful business permitted under the laws of the United States and the State of Florida.

5. CAPITAL STOCK:

The corporation is authorized to issue 100 shares, all of one class having a par value of \$1.00 Dollar per share.

6. INITIAL REGISTERED OFFICE AND AGENT:

The name and address of the initial registered agent of this corporation is as follows:

Mitchell Ceasar, Esquire  
8181 West Broward Boulevard  
Suite 300  
Plantation, Florida 33324

7. NUMBER OF DIRECTORS AND INITIAL DIRECTORS:

This corporation shall have one director initially. The number of directors may be increased or decreased by an amendment of the bylaws of the corporation adopted by all the Shareholders. The name of the initial Director and his address is:

<u>Name</u>	<u>Address</u>
Eric Nadel President	443 Holiday Drive Golden Isles, FL 33009

8. INCORPORATOR:

The name and address of the Incorporator signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Eric Nadel	443 Holiday Drive Golden Isles, FL 33009

9. BYLAW AMENDMENT:

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Shareholders.

10. INDEMNIFICATION:

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

11. INFORMAL ACTION OF DIRECTORS:

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

12. AMENDMENT OF ARTICLES:

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

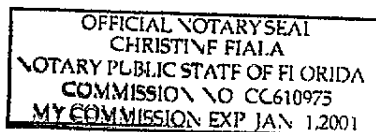
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of June, 1998.

Eric Nadel  
ERIC NADEL, Incorporator

STATE OF FLORIDA )  
                          )  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared ERIC NADEL, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument, and he has produced the following Dr. LISC, as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16 day of June, 1998.



Christine Fiala  
NOTARY PUBLIC  
STATE OF FLORIDA

CHRISTINE FIALA  
PRINTED SIGNATURE OF NOTARY

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVICED

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, N.A.D. COM, INC., desiring to organize under the laws of the State of Florida, with its principal office in Broward County, State of Florida, has named Mitchell Ceasar, Esq., 8181 West Broward Blvd., Suite 300, Plantation, FL 33324, as its agent to accept service of process with this State.

  
ERIC NADEL, Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and agrees to comply with the provision of said Act relative to keeping open said office.

Registered Agent

  
By: MITCHELL CEASAR

FILED  
98 JUN 19 PM 12:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA