

7/15/98

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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255
FAX #: (305)541-3770

NAME: A M CACHET, INC.

AUDIT NUMBER.....H98000013136

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 15, 1998

EMPIRE

SUBJECT: A M CACHET, INC.
REF: W98000016094

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Neysa Culligan
Document Specialist

FAX Aud. #: H98000013136
Letter Number: 398A00037689

1198000013136 ARTICLES OF INCORPORATION

④

of

A M Cachet, Inc.

(Name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME/ADDRESS

The name of the corporation and address of the corporation is:
(Principal)

Suite 2
A M Cachet, Inc. 2223 S.E. 6 St, Pompano Beach, Fl 33062

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Fifty Shares (50) of Ten Dollar(s) (\$ 10.00) par value Common Stock, which shall be designated "Common Shares"

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this corporation is

Name: **Audrey Ciancutti**

Address: **2223 S.E. 6 Street** *Suite 2*

City: **Pompano Beach** State: **Fl** zip **33062**

Douglas W. Desterle
9501 SW 57 Ave.
Miami, FL 33156
(305) 665-7155

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name: Audrey Ciancutti
Address: 2223 S.E. 6 Street, Suite 2
City: Pompano Beach State: Fl Zip: 33062

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

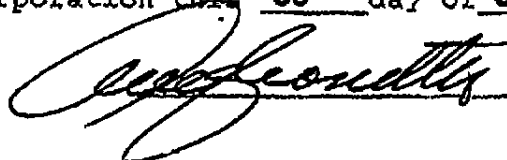
ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Name: Audrey Ciancutti
Address: 2223 S.E. 6 Street, Suite 2
City: Pompano Beach State: Fl Zip: 33062

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 30 day of June 1998.

 (Seal)

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498000013136

CERTIFICATE TO ACKNOWLEDGE REGISTERED AGENT

Certificate of Registered Agent

of:

A M Cachet, Inc.

Pursuant to Florida Statutes, Section 48.091 and 607.034, the following is submitted: The above Corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at: 2223 S.E. 6 Street, Suite 2

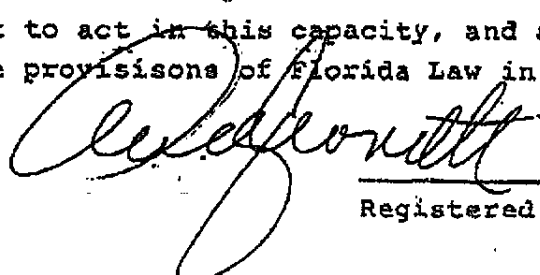
Pompano Beach, Fl 33062

has named: Audrey Ciancutti

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at this place designated in this certificate I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Registered Agent

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