

7/23/98

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FAX #: (305)541-3770

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NAME: TAGDEER INC.

AUDIT NUMBER.....H98000013667

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

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ARTICLES OF INCORPORATION

(9)

OF

TAGDEER INC.

I, the undersigned, hereby file these Articles of Incorporation for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and for that purpose I hereby certify, declare and set forth as follows, to wit:

ARTICLE I

NAME

The name of this corporation shall be:

TAGDEER INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature, object and purpose is to do and transact all lawful business.

ARTICLE III

CAPITAL STOCK

The capital stock of this Corporation shall be One Thousand (1,000) shares at \$1.00 par value, which shall be designated "Common Shares."

Michael J. Monchick, Esq., F.B.N. 163991  
1803 S. Australian Ave., Suite A  
West Palm Beach, FL 33409  
Telephone: (561) 683-6990

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**ARTICLE IV**

**VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of stock.

**ARTICLE V**

**CORPORATE EXISTENCE**

This Corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI**

**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said Corporation shall be the Town of Palm Beach, County of Palm Beach, State of Florida, and its mailing address shall be:

275 North County Road  
Palm Beach, Florida 33480

with the privilege of having branch offices at other places within or without the State of Florida.

**ARTICLE VII**

**REGISTERED OFFICE AND REGISTERED AGENT**

The name of the registered agent and the street address of the initial registered office of this Corporation is:

MICHAEL J. MONCHICK  
Narkier & Monchick  
1803 S. Australian Avenue, Suite A  
West Palm Beach, FL 33409

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ARTICLE VIII

OFFICERS AND DIRECTORS

The names and post office address of the initial officer and director who shall hold office for the first year of the corporation's existence or until successors are elected are:

Gabriel Halimi  
275 North County Road  
Palm Beach, Florida 33480

The corporation at all times shall have at least one director. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in the corporation.

ARTICLE IX

INCORPORATORS

The name and address of the person signing these Articles is:

Michael J. Monchick, Esq.  
Narkier & Monchick  
1803 S. Australian Avenue, Suite A  
West Palm Beach, FL 33409

ARTICLE X

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and shareholders.

ARTICLE XI

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

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**ARTICLE XII**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital.

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned, being the original incorporators to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, this 23 day of JULY, 1998.

In the presence of:

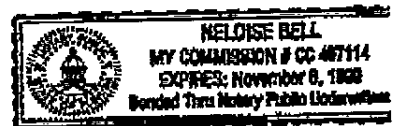
Melrose Bell  
[Signature]

[Signature]  
Michael J. Monchick, Incorporator

STATE OF FLORIDA; COUNTY OF PALM BEACH:

The foregoing was sworn to and acknowledged before me this 23 day of JULY, 1998.

Melrose Bell  
Notary Public, State of Florida  
Commission Number:  
My commission expires:



- ☒ Affiant is personally known.  
☐ Affiant produced identification.  
☒ Affiant took an oath.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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

First, that TAGDEER INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the Town of Palm Beach, County of Palm Beach, State of Florida, has named:

**MICHAEL J. MONCHICK**  
Narkier & Monchick  
1803 S. Anstralian Avenue, Suite A  
West Palm Beach, FL 33409

as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

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



**Michael J. Monchick**  
Registered Agent

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