

P98000087814



ACCOUNT NO. : 072100000032

REFERENCE : 995189 9428A

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia P. P.*

ORDER DATE : October 13, 1998

ORDER TIME : 8:29 AM

ORDER NO. : 995189-005

CUSTOMER NO: 9428A

CUSTOMER: Mr. Allan Joseph

ANDREW HALL & ASSOCIATES, P.A.

ANDREW HALL & ASSOCIATES, P.A.

8th Floor

1428 Brickell Avenue

Miami, FL 33131

900002663319--9

DOMESTIC FILING

NAME: PROSPECT INTERNATIONAL CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

       PLAIN STAMPED COPY

       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

*GP 10/14/98*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 14 AM 11:55

RECEIVED  
15:06 AM 11 OCT 98  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 OCT 14 AM 11:55

**ARTICLES OF INCORPORATION  
OF  
Prospect International Corp.**

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I**

**NAME**

The name of the Corporation is Prospect International Corp.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 4487 N.E. 44<sup>th</sup> Street, Suite 4, Fort Lauderdale, FL 33334.

**ARTICLE III**

**CAPITAL STOCK**

The Corporation is authorized to issue 1000 shares of Common Stock with a par value of .001.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial Registered Agent is:

Michael Jacobs  
Prospect International Corp.  
4487 N.E. 44<sup>th</sup> Street  
Suite 4  
Fort Lauderdale, FL 33334

**ARTICLE V**  
**INITIAL BOARD OF DIRECTOR(S)**

The board of directors shall initially consist of two persons. The number of directors may be increased or decreased from time to time by amendment to the articles of incorporation. The name and address of the initial directors are:

<u>Name</u>	<u>Address</u>
Michael Jacobs	4487 N.E. 44 <sup>th</sup> Street Suite 4 Fort Lauderdale, FL 33334
Allan Axelrod	4487 N.E. 44 <sup>th</sup> Street Suite 4 Fort Lauderdale, FL 33334

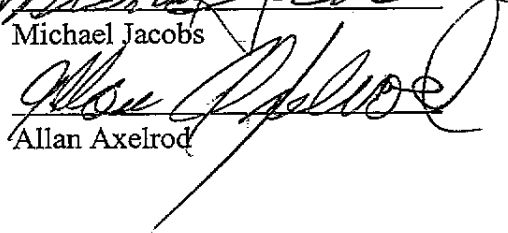
**ARTICLE VI**  
**INCORPORATOR(S)**

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

<u>Name</u>	<u>Address</u>
Michael Jacobs	4487 N.E. 44 <sup>th</sup> Street Suite 4 Fort Lauderdale, FL 33334
Allan Axelrod	4487 N.E. 44 <sup>th</sup> Street Suite 4 Fort Lauderdale, FL 33334

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation  
this 8 day of October, 1998.

  
\_\_\_\_\_  
Michael Jacobs

  
\_\_\_\_\_  
Allan Axelrod

STATE OF FLORIDA       )  
                                  )  
COUNTY OF DADE       )

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Michael Jacobs and Allan Axelrod, both of whom are personally known by me and known to me to be the person who executed the foregoing Articles of Incorporation, and each have acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 9th day of October, 1998.

  
\_\_\_\_\_  
Notary Public

My commission expires:



Barbara J DeGraf  
My Commission CC731289  
Expires April 6, 2002

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, 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.

1. The name of the corporation is: Prospect International Corp.
2. The name and address of the Registered Agent and office is:

Michael Jacobs  
Prospect International Corp.  
4487 N.E. 44<sup>th</sup> Street  
Suite 4  
Fort Lauderdale, FL 33334

By:

  
Michael Jacobs

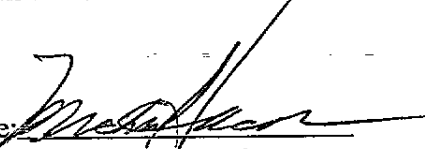
Title: Incorporator

  
Allan Axelrod

Title: Incorporator

Date: 10-5-78

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: 

Michael Jacobs

Date: 10-5-78

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 14 AM 11:55