

August 12, 1998

P98000087988

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Metal King Inc.

Dear Sir/Madam:

Enclosed herewith please find:

- \_\_\_\_\_ Articles of Incorporation
- \_\_\_\_\_ Certificate of Designation of Registered Agent
- \_\_\_\_\_ Check in the amount of \$122.50
- \_\_\_\_\_ Self addressed stamped envelope

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-09/16/98--01059--001  
\*\*\*\*122.50 \*\*\*\*122.50

The above items are being forwarded to you pursuant to Florida Statute for filing the above referenced corporation. Kindly contact the undersigned if you need any additional information.

On behalf of Metal King Inc., thank you very much for your time and consideration of this matter.

Respectfully,

Daniel King

DK/hs

Enclosures

Law Office of Jeffrey A. Nussbaum, P.A.  
P.O. Box 291894  
Davie, FL 33029

FILED  
98 OCT 14 PM 4:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH OCT 14 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 18, 1998

LAW OFFICES OF JEFFREY A. NUSSBAUM, P.A.  
P.O. BOX 291894  
DAVIE, FL 33029

SUBJECT: METAL KING INCORPORATED  
Ref. Number: W98000021478

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

Your Articles are incomplete. Please send Articles IV & V to complete your documents.

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) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 998A00047463

ARTICLES OF INCORPORATION

OF

**Metal King Incorporated**

(a Florida Corporation)

FILED  
98 OCT 14 PM 4:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **Metal King Incorporated**, proceeds to form a corporation under the Florida General Corporation Act, and adopts the following Articles of Incorporation:

**ARTICLE I. CORPORATE NAME**

The name of this corporation is **Metal King Incorporated**.

**ARTICLE II. STREET AND MAILING ADDRESS OF PRINCIPAL OFFICE**

The street and mailing address of the initial principal office is:

17791 North 123 Terrace, Jupiter, Florida.

**ARTICLE III. CAPITAL STOCK (authorized shares)**

1. The maximum number of shares that the Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or in other property, tangible or intangible, or in labor or services actually performed for the Corporation with a value,

in the judgment of the Directors equivalent to or greater than the full par value of the shares.

2. A shareholder shall be entitled to one (1) vote per common share on each matter submitted to a vote at a shareholder's meeting. In the event of a dissolution of the Corporation, a shareholder shall be entitled to receive his or her proportionate share of the net assets of the Corporation based on a ratio of the shareholder's number of common shares to the total number of issued and outstanding shares.

3. No shareholder of the Corporation shall enter into a voting trust or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his or her shares.

#### **ARTICLE IV. PRE-EMPTIVE RIGHT**

Every shareholder, upon the sale in cash of any new stock of this Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase a pro rata share thereof (as nearly but not over as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is:

524 S Andrews Ave., Suite 200N, Ft. Lauderdale, FL

and the name of the initial Registered Agent of this corporation at the above address is:

Jeffrey A. Nussbaum, Esquire

The Board of Directors may, at any time, change either the registered office to any other address in Florida or the registered agent.

**ARTICLE VI. INCORPORATOR**

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


NAME

ADDRESS

Daniel King

17791 North 123 Terrace, Jupiter, Florida

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 31 day of August, 1998.

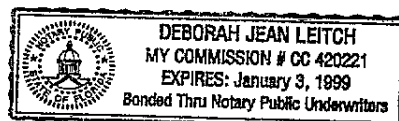
  
Daniel King, Incorporator

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF BROWARD )

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Daniel King, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 31 day of August, 1998.

  
NOTARY PUBLIC, STATE OF FLORIDA



**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

Pursuant to the provisions of Florida Statute § 607.0501(3), 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:

Hollywood Neurological Consultants Incorporated

The name of the Registered Agent is:

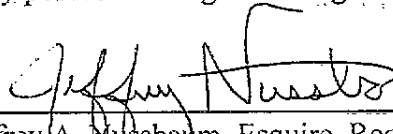
Jeffrey A. Nussbaum, Esquire

The address of the Registered Agent/registered office is:

524 S. Andrews Ave., Suite 200N, Ft. Lauderdale, FL 33301

**ACCEPTANCE**

Having been named as Registered Agent to accept service of process for Applied Imagination Incorporated, at the place designated in the forgoing Articles of Incorporation, I hereby accept this appointment and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Jeffrey A. Nussbaum, Esquire, Registered Agent

Date: 8/12/98

FILED  
98 OCT 14 PM 4:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA