

TRANSMITTAL LETTER

P98000090958

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

800002672198--7
-10/26/98-01068-011
*****78.75 *****78.75

SUBJECT: _____

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: _____

Name (Printed or typed)

DEGAZIO
4410 NW 7TH ST.
COCONUT CREEK, FL 33066

Daytime Telephone number _____

98 OCT 26 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

CB
10-26-98
7

ARTICLES OF INCORPORATION
OF
AIM MARKETING CONSULTANTS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the corporation is AIM, Marketing Consultants, Inc.

ARTICLE II - Duration

The corporation shall have perpetual existence.

ARTICLE III - Purpose

The corporation is organized for the purpose of transacting any lawful business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV - Capital Stock

The maximum number of shares of stock the corporation is authorized to have outstanding at any time shall be one thousand (1,000) shares, with a nominal par value of one dollar (\$1.00).

ARTICLE V - Pre-emptive Rights

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 pro rata share thereof, (as nearly as may be done without the issuance of fractional shares) at the same price at which it is offered to others.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4410 N.W. 7th Street Coconut Creek, Florida 33066 and the name of the initial registered agent of this corporation at that address is Barbara Defazio.

ARTICLE VII - Initial Officers and Directors

The names and addresses of the initial officers are:

Barbara Defazio

President, Director

Vice-President, Director

ARTICLE VIII - Incorporators

The name and address of the person subscribing to these Articles of Incorporation, the number of shares of stock each agrees to take and the value consideration is as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Amount</u>
Barbara Defazio	441N.W. 7th Street Coconut Creek, FL 33066	100	\$100.00

ARTICLE IX - Powers

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, including, without limitation, the foregoing:

To purchase, improve, develop, hold and enjoy real estate in fee simple and leasehold estate, upon grounds or parcels, improved or unimproved, and on such terms as to time and manner of payment as may be agreed upon.

To buy, sell, own, lease and operate manufacturing establishments, manufacturing any and all kinds of products.

To hold, purchase and otherwise acquire, to be interested in and to sell, assign, pledge, or otherwise dispose of the capital stock, bonds or other evidence of debt, issued or created by any other corporation, foreign or domestic, or individual, and as the holder of such shares of stock to have the right to vote thereon to the same extent as a natural person might or could do. To exchange stock in this corporation for stock in other corporations.

To borrow money and contract debts which may be necessary for the transaction of business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purposes of the corporation to issue bonds, promissory notes, bills of exchange, debentures, or other obligations and evidences of indebtedness payable at a specific event or events, either secured by a mortgage, pledge or otherwise, or secured for money borrowed in payment of property purchased or acquired, or any other lawful objects.

To acquire the good will, rights and property, and to purchase the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds, or otherwise; to hold or in any manner dispose of, the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To enter into, make and perform contracts of every kind for any lawful purposes without limit as to amount, with any person, firm, association or corporation, town, city, country, state, territory or government.

To carry on any or all of its operations and businesses and to promote its objects within the State of Florida, or elsewhere, without restriction as to amount, with any person, firm, association or corporation, town, city, country, state, territory or government.

To do any or all of the things herein set forth to the same extent as natural persons might or could do, in any part of the world, as principals, agents, brokers, factors, contractors, or otherwise, alone or in the company with others.

To act as a holding company for any person, firm, association or corporation and in connection therewith, to purchase, grant, lease, mortgage, subdivide, sell or otherwise acquire, improve, develop, or dispose of, real estate and person property, and to construct dwellings and other buildings on such real estate, and to finance same, and to act as rental agent in caring for the property and others.

To purchase, grant, lease, mortgage, subdivide, sell, hold or otherwise acquire, improve, develop, or dispose of, real property and personal property either as principal or agent, and to construct dwellings and other buildings on its own real estate or real estate of others, and to finance the same; and to sell, either as principal or agent, improvements of every kind, and to act as a rental agent in caring for the property of others.

To buy, hold, transfer, or otherwise deal in, tax certificates and tax titles and to do such things as are necessary and expedient to perfect title based upon tax certificates.

To purchase, lease, construct, or otherwise acquire, own and operate, apartments, hotels, restaurants, electric lighting and power plants, waterworks, ice plants, laundries, manufacturing plants, repair shops, newspapers and other periodicals, theaters, amusement places, bathhouses, air ships, motor vehicles and other vehicles for the transportation of passengers and freight, but not as a common carrier; and to conduct any lawful form of advertising in connection with any of its businesses.

To act as agent or broker for insurance companies (selling any kind of insurance) and surety and indemnity companies.

In general and in connection with the foregoing, the corporation may carry on any business, manufacturing or otherwise, and have and exercise all the powers conferred by the laws of the State of Florida

upon corporations organized under its statutes; and it is further hereby specifically provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the general powers of this corporation.

ARTICLE X - Regulatory Provisions

No sale of shares shall be made by any shareholder to any person who is not a shareholder of the Corporation, except as follows:

- A. In the event any shareholder desires to sell his shares or any portion thereof, to any person who is not a shareholder of the Corporation satisfactory evidence of the agreement to purchase such shares by such third person and the price agreed to be paid therefor.
- B. In the event the remaining shareholders agree to purchase such shares at the same price which the shareholder can receive from the third party, then the shares shall be sold to the shareholders of the Corporation in such proportionate amounts as their respective shareholders bear to all of the shares held by the shareholders of the Corporation.
- C. In the event that any of the shareholders do not desire to purchase such shares, then such shares shall be sold at the same prices which the shareholder can receive from the third party to such of the shareholders who may desire to purchase the same, and in the same proportion as the above set forth.
- D. No shares shall be sold to any person other than the shareholders of the Corporation until each of the shareholders have been afforded the opportunity to purchase such shares at the price evidenced as above set forth and shall have declined to do so.
- E. Notice in writing to the shareholders of the Corporation of the desire of any shareholder to sell his shares shall be given by such shareholder, and at the same time, satisfactory evidence shall be furnished to the shareholders as to the price as herein above set forth. Shareholders shall have thirty (30) days' time after the receipt of such notice within which to elect in writing to purchase such shares or its decline to do so.

ARTICLE XI

It is the intention of this Charter that the stock of this corporation shall be sold in accordance with the condition if Sections 1242 - 1244, inclusive of the Internal Revenue Code.

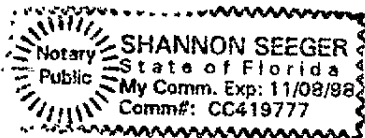
IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation, this 15th day of September, 1998.

Barbara Defazio
Barbara Defazio

STATE OF FLORIDA)
 SS :
COUNTY OF BROWARD)

PERSONALLY APPEARED BEFORE ME, BARBARA DEFÀZIO, to me known to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she executed the same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal this 15th day of September, 1998.



Shannon Seeger
Notary Public, State of Florida

REGISTERED AGENT/RESGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement in designating the registered office/registered agent in the State of Florida. AIM Marketing Consultants, Inc., with its principal office located at 4410 N.W. 7th Street, Coconut Creek, Florida 33068, has named Barbara Defazio as its Registered Agent to accept service of process within the State.

ACKNOWLEDGMENT

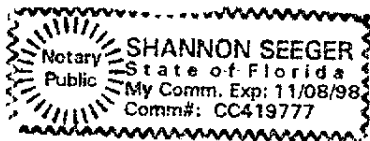
Having been named as Registered Agent and to accept service of process for the above stated corporation, at the place designated in the certificate, I hereby accept to act in the capacity, and agree to comply with the provision of said Act relative to keeping open said offices.

Barbara Defazio
Barbara Defazio
Registered Agent

STATE OF FLORIDA)
 SS :
COUNTY OF BROWARD)

PERSONALLY APPEARED BEFORE ME, BARBARA DEFAZIO, to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she executed the same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal this 15th day of September 1998.



Shannon Seeger
Notary Public, State of Florida

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