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FLORIDA PROFIT CORPORATION OR P.A.**MYL-MICRO DATA TECHNOLOGY, INC.**

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ARTICLES OF INCORPORATION

We, the undersigned incorporators of this corporation under Florida Statute 607, as amended, adopt the following Articles of Incorporation.

ARTICLE I

Name and Principal Office

The name of this corporation is MYL-MICRO DATA TECHNOLOGY, INC. The principal office of this corporation is located at 12387 NE 6 AVENUE, Miami, Florida.

ARTICLE II

Purposes

The general nature of the business and the objects and purposes to be transacted and carried on by and powers of this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

a. To purchase, lease or otherwise acquire, own, hold, use, improve, build upon, construct, equip, license, manage and operate, mortgage, sell, let, convey or otherwise dispose of, real and personal property, either within or without the State of Florida, in the United States, and in foreign countries, and any interest therein, necessary or convenient for the purpose herein expressed, including stores, shops, plants and commissaries to be used in or in connection with its business.

b. To acquire, hold, own, dispose or and generally deal in grants, concessions, franchises and contracts of every kind; to cause to be formed, to promote and to aid in any way in the formation of any corporation, domestic or foreign.

c. To act as financial, business and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments or other bodies.

d. To borrow money and contract debts when necessary for the transaction of its business, or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences upon the happening of a specified event or events, secured or unsecured, from time to time, for monies borrowed, or in payment for the property acquired, or for any of the other objects or purposes of the corporation or for any of the objects of its business; to secure the same by mortgage or mortgages, or deeds or deeds of trust, or pledge or other lien upon any or all the property, rights, privileges or franchises of the corporation, wheresoever situated, acquired or to be acquired; and to confer upon the holders of any debentures, bonds or other evidences of indebtedness of the corporation, secured or unsecured, the right to convert the principal thereof into any preferred or common stock of the corporation, now or hereafter authorized, upon such terms and conditions as shall be fixed by the Board of Directors; to sell, pledge or otherwise dispose of any of all debentures or other bonds,

PREPARED BY:
OMNI BUSINESS SERVICES, INC.
EMMANUEL REGIS
2437 Biscayne Blvd.
Miami, FL 33137

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notes and other obligations in such manner and upon such terms as the Board of Directors may deem judicious, subject, however, to the provisions of Article III hereof.

e. To manufacture, purchase, or acquire in any lawful manner and to hold, own, mortgage, pledge, sell transfer, or in any manner dispose of, and to deal, sell and trade in goods, wares, merchandise, and property of any and every kind, class and description, and to carry on such business as franchisers, licensors, wholesalers, retailers, importers, and exporters and to acquire all such merchandise, supplies materials, trademarks, patents, copyrights, and other articles as shall be necessary or incidental to such business.

f. To apply for, purchase, or in any manner acquire, and to hold, own use and operate, and to sell or in any manner dispose of, and to grant license or other rights in respect of, and in any manner deal with, and all rights, inventions, improvements, and processes used in connection with or secured under any trademark, letters, patent, or copyrights of the United States or other countries, or otherwise, and to work, operate, or develop the same, and to manufacture and sell products under any trademark, letters, patent or copyrights, and grant licenses to do the same, and to carry on any business, manufacturing, or otherwise, which may directly or indirectly effectuate these objects or any of them.

g. To carry on the business of import and export of general merchandise for all foreign and domestic markets, to export from and import into the United States, its territories and possessions and any and all foreign countries, as principal or agent, and to act as brokers, commissionmen, factors, franchisers, franchisees, and agents for the buyers and sellers, both foreign and domestic, merchandise of every kind and nature, and to sell, purchase, and deal in with merchandise of every kind or nature.

h. To acquire the goodwill, rights, and property, and to undertake the whole or any part of the assets or liabilities of any person, firm, association, or corporation; to pay for the same in cash, the stock of this corporation, bonds or otherwise; to hold or in any manner dispose of the whole or any part of the property so purchases; to conduct in any lawful manner 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.

i. To enter into, make, and perform contracts of every kind with any person, firm, association, partnership, syndicate, entity, or corporation, domestic or foreign, municipality, body politic, county, territory, state, government, or colony or dependency thereof, domestic or foreign.

j. To purchase or otherwise acquire, hold, sell, exchange, pledge, hypothecate, underwrite, deal in and dispose of stocks, bonds, notes, debentures, or other evidences of indebtedness and obligations and securities of any corporation, company, association, partnership, syndicate, entity, or person, domestic, or foreign state, government, or governmental authority, or of any political or administrative subdivision or department thereof, and certificates or receipts of any kind representing or evidencing any interest in any such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, or securities, to issue its own shares of stock, bonds, notes, debentures, or other evidences of indebtedness and obligations and securities for the acquisition of any such stock, bonds, note, debentures, evidences or indebtedness, obligations,

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securities, certificates, or receipts purchased or required by it: and, while the owner or holder of any such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates, or receipts to exercise all the right of ownership in respect thereof, and to the extent now or hereafter permitted by law, to aid by loan, subsidy, guarantee, or otherwise, those issuing, creating, or responsible for any such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates or receipts.

k. To have offices, conduct its business, and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories and colonies of the United States, and in foreign countries, without restrictions as to place or amount.

l. In general, to carry on any other business or enterprise and exercise all or any of the corporate powers which may be carried on or exercised by a corporation organized under Chapter 607, Florida Statutes, as amended, not forbidden by the laws of the State of Florida.

m. And further, to do and perform and cause to be done or performed each, any and all of the acts and things above enumerated, or otherwise granted or permitted by law, and any and all other acts and things insofar as the same may be incidental to or included in any or all of the general powers given, and

n. To do all acts and things and conduct and carry on all business and enterprises to the same extent as any person which is not specifically prohibited by the laws of the State of Florida, United States of America, any rule or regulation promulgated thereunder.

o. The said corporation may perform any part of its business outside the State of Florida, in other states, territories, or possession of the United States, and in all foreign countries.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 of common stock at \$1.00 par value per share. The consideration to be paid for each share shall be payable in lawful money of the United States of America or in property, labor or services, which, in the judgment of the Board of Directors, shall be of the valuation equivalent to the value of the stock to be issued.

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.

The manner of election for directors and the manner of their admission are to be provided for in the bylaws.

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ARTICLE V

Duration

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE VI

Preemptive 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 12387 N.E. 6 Avenue, Miami, Florida, and the name of the initial registered agent of this corporation is Chantal Lapointe. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VIII

Directors

The initial number of directors of this corporation shall be two. The number of directors may be either increased or decreased from time to time as provided for in the By-Laws.

The names and addresses of the members of the first board of directors, who subject to the provisions of the Certificate of Incorporation, the By-Laws and Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

| NAME | ADDRESS |
|---------------------------------|-------------------------------------|
| Chantal Lapointe President | 12387 NE 6 Avenue Miami, Florida |
| Yolene Dumont Vice President | 12387 NE 6 Avenue Miami, Florida |

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ARTICLE IX

Subscribers

The name and address of the subscriber of these Articles of Incorporation are as follows:

| NAME | ADDRESS |
|------------------|-------------------------------------|
| Chantal Lapointe | 12387 NE 6 Avenue Miami, Florida |
| Yolene Dumont | 12387 NE 6 Avenue Miami, Florida |

ARTICLE X

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by laws.

ARTICLE XI

The corporation shall have the further right and power to:
From time to time determine whether and to what extent and at what time and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or Board of Directors.

The corporation may in its bylaws confer powers upon its Board of Directors or officers, in addition to the foregoing an in addition to the powers authorized and expressly conferred by statute.

Both stockholders and directors shall have power, if the bylaws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the Statues of the State of Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this

2nd day of JANUARY, 1999

Chantal Lapointe

STATE OF FLORIDA)

)SS

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared CHANTAL LAPOINTE who produced PERSONALLY KNOWN as identification and being duly sworn, upon oath, to me well known to be the person described in and who executed the foregoing Certificate of Incorporation, and who acknowledges before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, Dade County, Florida this 2nd day of JANUARY, 1999

Emmanuel Regis



Notary Public, State of Florida at Large
My Commission Expires:

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: MYL-MICRO DATA TECHNOLOGY, INC.
2. The name and address of the registered agent and office is: Chantal Lapointe, 12387 NE 6 Avenue, Miami, Florida.

TITLE: PRESIDENT

DATE: 01-02-99

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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 REGISTER 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.

Chantal Lapointe

DATE: 1/2/1999

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TALLAHASSEE, FLORIDA

Resolution

Of

Inner City Financial Services, Inc.

a Florida Corporation

RESOLVED that the corporation elects "S-Corporation" status for tax purposes under the Internal Revenue Code and that the officers of the corporation are directed to file IRS Form 2553 and to take any further action for the corporation to qualify for S-corporation status.

Shareholder's Consent

The undersigned shareholders of the above corporation, a Florida corporation hereby consent to the election of the corporation to obtain S-corporation status.

| Name and Address of Shareholder | Shares Owned | Date Acquired |
|---------------------------------|--------------|-------------------|
| Chantal Lapointe | 9,000 | December 30, 1998 |
| Yolene Dumont | 1,000 | December 30, 1998 |

Date: 1-2-99

PREPARED by:

OMNI BUSINESS SERVICES, INC.
2427 BISCAYNE BLVD
MIAMI, FL 33137
TEL: 305-576-7755,

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