

TRANSMITTAL LETTER

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

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-01/22/99--01037--008
*****70.00 *****70.00

SUBJECT:

WALL STREET ELITE, INC.

(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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

DAVID G. WEISSER
Name (Printed or typed)

10808 WHITE ASPEN LAKE
Address

Boca Raton, FL 33428
City, State & Zip

561-451-4449

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 22 PM 4:55

FILED

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

ARTICLES OF INCORPORATION
OF
WALL STREET ELITE, INC.

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I – NAME AND CORPORATE ADDRESS

The name and address of this Corporation is:

Wall Street Elite, Inc.
10808 White Aspen Lane
Boca Raton, Florida 33428

ARTICLE II – DURATION

The duration of this Corporation is perpetual.

ARTICLE III – PURPOSE

The purpose or purposes for which this Corporation is formed is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV – STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 1,000,000 shares of common stock at \$1.00 par value per share. The sum of the par value of all shares of capital stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time, to the extent of the par value of such shares, and the excess, if any, of consideration received for such shares shall constitute capital surplus.

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ARTICLE V – AMENDMENT

The Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a shareholders' meeting called for that purpose.

ARTICLE VI – SHAREHOLDER RIGHTS

Shareholders of the Corporation shall have pre-emptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Pre-emptive rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

ARTICLE VII – INITIAL OFFICE AND AGENT

The name of office address of this Corporation's registered agent in Florida is:

David G. Weisser
10808 White Aspen Lane
Boca Raton, Florida 33428

ARTICLE VIII – DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is 2. The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors are elected and qualified, are:

<u>Name</u>	<u>Address</u>
David G. Weisser	10808 White Aspen Lane Boca Raton, Florida 33428
Lisa J. Weisser	10808 White Aspen Lane

Boca Raton, Florida 33428

ARTICLE IX – INCORPORATOR

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
David G. Weisser	10808 White Aspen Lane Boca Raton, Florida 33428

ARTICLE X – BY-LAWS

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of Shareholders at any meeting thereof.

Dated: This 18th day of January, 1999.

By: David G. Weisser
David G. Weisser, Incorporator

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.

By: David G. Weisser
David G. Weisser – Registered Agent

Dated: 1/18/99

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