

99000022313

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Chip Handlers International
Placement Services, Inc.

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-02/17/99--01052--023
350.00 **87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 10 PM 3:03

☒ Art of Inc. File Cert
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☒ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

Signature _____

Requested by _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

R. Purinton MAR 10 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 17, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: CHIP HANDLERS INTERNATIONAL PLACEMENT SERVICES, INC.
(C.H.I.P.S., INC.)
Ref. Number: W99000004075

We have received your document for CHIP HANDLERS INTERNATIONAL PLACEMENT SERVICES, INC. (C.H.I.P.S., INC.) and your check(s) totaling \$350.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporation may only file one corporate name. Either delete the second name or combine it with the first.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 399A00007253

99 MAR 10 PM 3:03

**ARTICLES OF INCORPORATION
OF
CHIP HANDLERS INTERNATIONAL
PLACEMENT SERVICES, INC.**

The undersigned Incorporator, John O. Anthony, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I:

The name of the Corporation (hereinafter "Corporation") shall be: Chip Handlers International Placement Services, Inc.

ARTICLE II:

The purpose or purposes of the Corporation shall be to engage in any activity, business, or lawful act under the laws of the State of Florida and the United States.

ARTICLE III:

The principal place of business and mailing address of the Corporation shall be: Port of Miami, 1265 South America Way, 1st Floor, Miami, Florida 33132.

ARTICLE IV:

The number of shares of stock that the Corporation will be authorized to have outstanding at any one time shall be: ten thousand (10,000) shares of single class stock.

ARTICLE V:

The Corporation shall issue its stock pursuant to shareholder agreement in the following manner: one thousand five hundred (1,500) shares of stock to David F. Williams, one thousand five hundred (1,500) shares of stock to John O. Anthony, one thousand five hundred (1,500) shares of stock to Andrea J. Williams, and one thousand five hundred (1,500) shares of stock to Monica Anthony. The remaining four thousand (4,000) shares of stock shall not be issued without the affirmative vote of one hundred percent (100%) of all issued and outstanding shares of the Corporation. This provision of the Articles of Incorporation may not be amended without the affirmative vote of one hundred percent (100%) of all issued and outstanding shares of the Corporation.

ARTICLE VI:

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The Corporation shall have four (4) Directors at inception. The number of Directors may be increased or decreased from time to time by the Bylaws. The names and addresses of the initial Directors are: David F. Williams, Port of Miami, 1265 South America Way, 1st Floor, Miami, Florida 33132; John O. Anthony, Port of Miami, 1265 South America Way, 1st Floor, Miami, Florida 33132; Andrea J. Williams, Port of Miami, 1265 South America Way, 1st Floor, Miami, Florida 33132; and Monica Anthony, Port of Miami, 1265 South America Way, 1st Floor, Miami, Florida 33132.

ARTICLE VII:

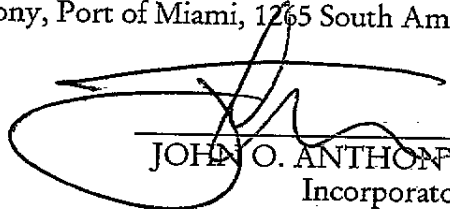
The Bylaws of the Corporation may be adopted, altered, amended, or repealed by the affirmative vote of one hundred percent (100%) of the Directors/Shareholders.

ARTICLE VIII:

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX:

The name and Florida street address of the Incorporator to these Articles of Incorporation is: John O. Anthony, Port of Miami, 1265 South America Way, 1st Floor, Miami, Florida 33132.


JOHN O. ANTHONY 8/26/99
Incorporator DATE

ARTICLE X:

The name and Florida street address of the initial Registered Agent is: Eduardo J. Hernandez, Esq., One Biscayne Tower - Suite 3750, 2 South Biscayne Boulevard, Miami, Florida 33131.

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.


EDUARDO J. HERNANDEZ 02/10/99
Registered Agent DATE