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NEW FILINGS Profit	Amendment		. –
NonProfit	Resignation of R.A., Office	· · · · · · · · · · · · · · · · · · ·	
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Other	Merger		
OTHER FILINGS  Annual Report	REGISTRATION QUALIFICATION		*44
Fictitious Name  Name Reservation	Foreign Limited Partnership		e
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	Other		

Examiner's Initials

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ARTICLES OF INCORPORATION

**OF** 

# THE LOCAT CORPORATION

In Compliance with the requirements of the Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

### **ARTICLE I**

The name of the corporation is THE LOCAT CORPORATION

#### **ARTICLE II**

The mailing address of the corporation is: 1246 CASTILE AVE CORAL GABLES, FL 33134

# ARTICLE III

The maximum number of shares this corporation is authorized to issue is ONE HUNDRED (100), all of qhich shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

#### ARTICLE IV

The purpose of this corporation shall be to engage in buseness and any other general purpose authorized by Florida Statutes Chapter 607.

## ARTICLE V

The initial street address of the corporation's principal office is: 1246 CASTILE AVE CORAL GABLES, FL 33134

The Registered Agent for the corporation is:

LOURDES T CAMBO 1246 CASTILE AVE CORAL GABLES, FL 33134

#### ARTICLE VI

The initial Board of Directors shall consist of three members. The names and addresses who will serve on the initial Board of Directors are:

LOURDES T CAMBO 1246 CASTILE AVE CORAL GABLES, FL 33134

#### ARTICLE VII

The names and addresses of the persons signing these articles of Incorporation are:

Name

Address

LOURDES T CAMBO

1246 Castile Ave, Coral Gables, FL 33134

#### ARTICLE VIII

The corporation shall indemnify its directors, officer, employees, and agents to he fullest extent permitted by law.

#### ARTICLE IX

#### PREEMPTIVE RIGHT

Each shareholder of this corporation shall have the first right to purchase shares 9 and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of share equeals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deem waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt

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of a notice in writing from the corporation, stating the prices, terms and conditins of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waive submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

#### ARTICLE X

# MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meeting of the Board of Directors by means of conference telephone or similar communications equipment as provided by Florida Statute 607.0820 (4).

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this June 3, 1999.

LOURDES T CAMBO

# ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process of THE LOCAT CORPORATION, as designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501 (3).

LOURDES T CAMBO