

TRANSMITTAL LETTER

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

000002926890--8  
-07/09/99-01034--017  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Internet Traders International of Miami, 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 of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

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

ADDITIONAL COPY REQUIRED

FROM: David Dodge  
Name (Printed or typed)

1150 NE 123 Street  
Address

North Miami, Florida 33161  
City, State & Zip

305-893-9549 / 305-710-7577  
Daytime Telephone number  
Fax No. 305-981-3257

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 JUL -9 AM 9:45

FILED

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

TS 7/16/99

***Certificate of Incorporation***  
***of***  
***Internet Traders International of Miami, Inc.***

99 JUL -9 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

**ARTICLE I**

**Name of the Corporation:**

The name of this Corporation shall be Internet Traders International of Miami, Inc.

**ARTICLE II**

**Nature of Business**

The general nature of the business to be transacted by this Corporation is to engage in any activities or business permitted under the Laws of the State of Florida and the Laws of the United States.

**ARTICLE III**

**Capital Stock**

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be two hundred (200) shares, each having a par value of five dollars (\$5.00) of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said shares of stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

**ARTICLE IV**

**Initial Capital**

The amount of capital with which this Corporation shall begin business shall be One Thousand (\$1,000) Dollars.

**ARTICLE V**  
**Incorporator**

The name and address of the incorporator to these Articles of Incorporation is: MaryBeth Cutler 12920 Auralia Road, North Miami, Florida 33181

**ARTICLE VI**  
**Principal Office**

The following shall be the street address and the principal office of the Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient: 13181 NE 14 Avenue, North Miami, Florida 33161.

**ARTICLE VII**  
**Directors**

There shall be a Board of Directors for this Corporation which shall consist of two persons. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than one. Each of said Directors shall be of full age and at least one of them shall be a citizen of the United States. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

**ARTICLE VIII**  
**Initial Board of Directors**

The names and addresses of the first Board of Directors is as follows:

MaryBeth Cutler	12920 Auralia Road, North Miami, Florida 33181
David Dodge	1150 NE 123 Street, North Miami, Florida 33161

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

## **ARTICLE IX**

### **Subscribers**

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to purchase are:

MaryBeth Cutler 12920 Auralia Road, North Miami, Florida 33181 - five shares  
David Dodge 1150 NE 123 Street, North Miami, Florida 33161 - five shares

The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

## **ARTICLE X**

### **Conflict of Interest**

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors and may vote at such meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or officer of such other Corporation or not so interested.

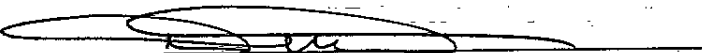
## **ARTICLE XI**

### **Amendment**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or

hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned, have executed these Articles of Incorporation for the uses and purposes stated therein this 8th day of July, 1999.

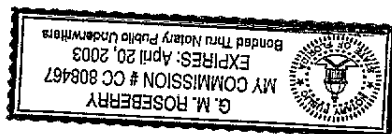
  
David Dodge, Director

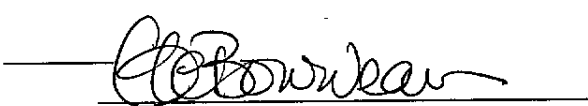
  
MaryBeth Cutler, Director

STATE OF FLORIDA :  
: SS.  
COUNTY OF MIAMI-DADE :

I hereby certify that on this day before me, a notary public, duly authorized in the state and county named above to take acknowledgements, personally appeared David Dodge and MaryBeth Cutler to me known to be the persons described as the subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to said Articles of Incorporation.

WITNESS my hand and official seal in the County of Miami-Dade and State above named, this 8th day of July, 1999.



  
Notary Public, State of Florida

CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, -- That MaryBeth Cutler and David Dodge qualified to do business under the Laws of the State of Florida as INTERNET TRADERS INTERNATIONAL of MIAMI, INCORPORATED, with its principal office located at 13181 NE 14th Avenue, North Miami, Florida 33181 of Miami-Dade County, State of Florida has appointed Katharine A. Furtmuller -- 1150 NE 123 Street, City of North Miami, County of Miami-Dade, State of Florida 33161, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

By: 

Katharine A. Furtmuller

FILED  
99 JUL -9 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA