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CAPITAL CONNECTION, INC.

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

WS Singer, Inc.

100002957871--2

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ✓ Art of Inc. File \_\_\_\_\_  
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 \_\_\_\_\_

FILED  
99 AUG 12 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN AUG 12 1999

Signature

Requested by:

Name

Date

Time

6 Walk-In

Will Pick Up

ARTICLES OF INCORPORATION  
OF  
W. S. SINGER, INC.

**FILED**  
99 AUG 12 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is W. S. SINGER, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is:

717 Ponce de Leon Blvd.  
Suite 234  
Coral Gables, Florida 33134

The initial resident agent of this corporation is:

Frank R. S. Fabre, Esq.  
717 Ponce de Leon Blvd.  
Suite 234  
Coral Gables, Florida 33134

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS**

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors and officers that shall hold office for the first year of the corporation's existence or until their successors are elected and qualified are as follows:

Cecilia Celestrin 3801 Riviera Dr. Coral Gables, FL 33134	Director/President
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Steven B. Singer 3801 Riviera Dr. Coral Gables, FL 33134	Director/Vice President
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Frank R. S. Fabre 717 Ponce de Leon Blvd. Suite 234 Coral Gables, FL 33134	Secretary
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#### **ARTICLE VII - BY-LAWS**

The By-Laws of this corporation may be adopted, amended or replaced by either the Stockholders or Directors.

#### **ARTICLE VIII - INDEMNIFICATION**

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

#### **ARTICLE IX - PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale 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 X - INCORPORATION**

The name and address of the person signing these Articles is:

Frank R.S. Fabre                      717 Ponce de Leon Blvd., #234  
Coral Gables, FL 33134

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 11th day of August, 1999.

  
\_\_\_\_\_  
Frank R. S. Fabre

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 11TH DAY OF AUGUST, 1999.

  
\_\_\_\_\_  
Frank R. S. Fabre, Registered Agent

**FILED**  
99 AUG 12 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

The foregoing instrument was acknowledged before me this 11th day of August, 1999, by Frank R. S. Fabre, as Incorporator, and who executed the foregoing Articles of Incorporation of W. S. SINGER, INC., who is personally known to me and did take an oath.



 Maria C. Cueto  
Commission # CC 770627  
Expires OCT. 9, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.