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TRANSMITTAL LETTER

November 8, 1999

Florida Department of State
Division of Corporations
New Filing Section
P.O. Box 6327
Tallahassee, FL 32314-6327

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-11/12/99--01072--005
*****131.25 *****87.50

SUBJECT: NORRICK IMPORT-EXPORT CORPORATION.

Enclosed, please find an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for the subject Florida Corporation. Further, please find the enclosed amount of one hundred and thirty one + 50/100 dollars (\$131.25) for the filing fee, certified copy and certificate.

The name and street address of the incorporators are as follows:

NORMAN S. WATSON
320 North Magnolia Avenue, Suite B-8
Orlando, Florida 32801

If you have any questions, or need additional information, please do not hesitate to contact me.

Very truly yours,

Shannon K. Baruch, P.A.
320 North Magnolia Avenue, Suite B-81
Post Office Box 1485
Orlando, Florida 32802-1485
Telephone: (407) 481-8202
Faxphone: (407) 481-8203

By:


Shannon K. Baruch, Esquire

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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A. Howell NOV 15 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
NORRICK IMPORT-EXPORT CORPORATION**

The undersigned, being of legal age, does hereby form the following Corporation under the Florida Business Corporation Act and file the following Articles of Incorporation pursuant to Section 607.0202, Florida Statutes:

ARTICLE I

NAME AND MAILING ADDRESS

The name and mailing address of the Corporation shall be **NORRICK IMPORT-EXPORT CORPORATION, 320 North Magnolia Avenue, Suite B-8, Orlando, Florida 32802**, as approved by the Board of Directors.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation and its objects and power shall be as follows:

To engage in **Importing and Exporting Services** and any and all other activities or business for which the Corporation may be incorporated under the Florida Business Corporation Act and/or permitted under the Laws of the United States and of the State of Florida.

ARTICLES III

CAPITAL STOCK

1. The maximum number of shares of authorized capital stock of this Corporation shall be Fifty Thousand (50,000) shares of common stock with no par value (\$0.00).
2. 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 on all matters on which shareholders have the right to vote.

3. The capital stock may be paid for in property, labor, services or cash at a just valuation to be fixed by the Board of Directors. All of the stock shall be fully paid and non-assessable.

ARTICLE IV

PREEMPTIVE RIGHTS

Each shareholder of common stocks to this Corporation shall be entitled to full preemptive rights to purchase, with any form of valuable consideration, any issued or unissued or treasury shares of the Corporation and any securities of the Corporation and any securities of the Corporation convertible into, or carrying a right to subscribe for, or acquire any unissued treasury shares.

ARTICLE V

CLASS OF STOCK

The Corporation will issue any class of common stock. Each holder of common stock shall have the right to vote.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 320 North Magnolia Avenue, Suite B-8, Orlando, Florida 32801, and the name of the Registered Agent of this Corporation is NORMAN S. WATSON

ARTICLE VII

TERM OF EXISTENCE

The term of the existence of the Corporation is perpetual.

ADDRESS

ARTICLE IX

ARTICLE X

NORMAN S. WATSON 30,000 shares
320 North Magnolia Avenue, Suite B-8
Orlando, Florida 32801

ARTICLE XI

RESTRICTION ON TRANSFER OF SHARES AND OTHER SECURITIES

In the issuance of the shares of the common stocks of this Corporation, a restriction shall be imposed on the transfer, or registration of transfer, of shares and shall be validated and enforced against the holder, or a transferee of the holder, pursuant to Section 607.0627, Florida Statutes, and its existence shall be noted conspicuously on the front or back of the certificate, or contained in the information statement required by Section 607.0626(2), Florida Statutes. The restriction on the transfer, or registration of transfer, of shares shall be authorized to maintain the corporation's status which is dependent on the identity of its shareholders. The restriction imposed on the transfer, or registration of transfer, of shares shall (a) obligate the shareholder(s) first to offer the corporation (separately, consecutively or simultaneously) an opportunity to acquire the restricted shares; (b) obligate the corporation (separately, consecutively or simultaneously) to acquire the restricted shares; (c) require the corporation, or the principal holders of any class of its shares, to approve the transfer of the restricted shares; and (d) prohibit the transfer of the restricted shares to designated persons or classes of persons.

For purposes of these Articles of Incorporation, "shares" shall include a security convertible into, or carrying a right to subscribe for, or acquire shares.

ARTICLE XII

OFFICERS

The Officers of the Corporation need not be a resident of the State or shareholders, unless the Bylaws so require. An individual may hold more than one position if he or she is a Shareholder in the Corporation. The Officers of the Corporation are as follows:

President

NORMAN S. WATSON

Vice President	NORMAN S. WATSON
Secretary	NORMAN S. WATSON
Treasurer	NORMAN S. WATSON

ARTICLE XIII

BYLAWS

The Board of Directors shall adopt Bylaws at the first organizational meeting. The proposed Bylaws shall be approved by two thirds vote of the total Board of Directors before becoming the law of the Corporation.

ARTICLE XIV

INCORPORATOR(S)

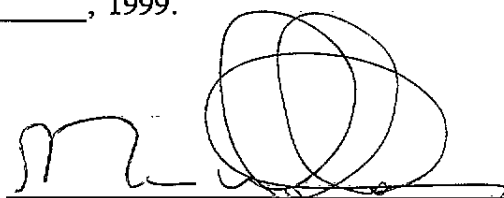
The name and street address of the incorporator(s) of these Articles of Incorporation is:

NORMAN S. WATSON
320 North Magnolia Avenue, Suite B-8
Orlando, Florida 32801

The Corporation hereby reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator/Subscribing Stockholder has hereunto set his hand and seal and caused these Articles of Incorporation to be executed this

7th of NOVEMBER, 1999.



NORMAN S. WATSON
Incorporator/Subscribing Shareholder
320 North Magnolia Avenue, Suite B-8
Orlando, Florida 32801

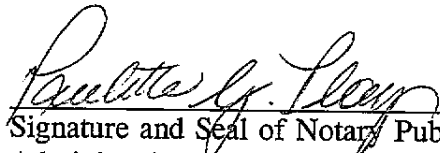
(SEAL)

OATH

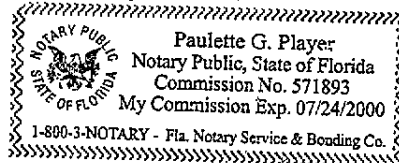
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared NORMAN S. WATSON, to me well known, or who identified himself, to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of office, this 7th day of NOVEMBER, 1999.


Signature and Seal of Notary Public
Administering the Oath

Name of Notary Public, State of Florida



Personally Known ☒ Or Produced Identification ☐

Type of Identification Produced: _____

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA:

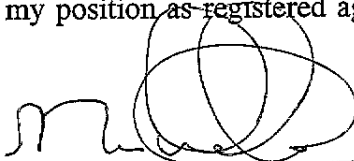
1. The name of the corporation is:

NORRICK IMPORT-EXPORT CORPORATION.

2. The name and street address of the registered agent and office is:

NORMAN S. WATSON
320 North Magnolia Avenue, Suite B-8
Orlando, Florida 32801

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.



Norman S. Watson

11-07-99
Date

FILED
1999 NOV 12 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA