

P99000406838

Requester's Name

Address

(Print Name)

(PRINT)

PHONE

407, 9134827

Office Use Only

COR

TRADEMASTERS
c/o MINERVA CORTEZ
2456 West Roble Drive
Kissimmee, FL 34746

IBER(S), (if known):

1. —

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

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3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certified Copy



Mail out



Will wait



Photocopy



Certificate of

NEW FILINGS



Profit



Not for Profit



Limited Liability



Domestication



Other

AMENDMENTS



Amendment



Resignation of R.A., Officer/Director



Change of Registered Agent



Dissolution/Withdrawal



Merger

OTHER FILINGS



Annual Report



Fictitious Name

REGISTRATION/QUALIFICATION



Foreign



Limited Partnership



Reinstatement



Trademark



Other

T. Burch DEC 10 1999

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 29, 1999

TRADEMASTERS
2456 WEST ROBLE DRIVE
KISSIMMEE, FL 34746

SUBJECT: TRADEMASTERS
Ref. Number: W99000027148

We have received your document for TRADEMASTERS and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

The registered agent must sign accepting the designation.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 399A00056438

FILED

99 DEC -9 AM 9:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further go agree to the following conditions of said Corporation:

ARTICLE I :

The name of this Corporation shall be:

TRADEMASTERS, INC.

And its business shall be carried on in Orange County, Florida and also within and without the State of Florida, and in the United States of America and foreign countries as may from time to time be deemed desirable or expedient.

ARTICLE II : NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation and the objects and purposes thereof are as follows:

1. The nature of the business and the objects and purposes to be transacted, promoted or carried on by the Corporation are to engage in any lawful act or activity for which corporations may be organized, under the Corporation Act of the State of Florida.
2. To maintain offices in connection with said business and where necessary, to build or construct new facilities or additions and alterations to existing facilities in connection with its business.
3. To buy, sell, manufacture, repair, alter and exchange, let or hire, export or deal in all kinds of articles and goods which may be required for the purposes of any of the said business, or commonly supplied or dealt in by persons engaged in any such business, or which may seem capable of being profitably dealt with in connection with any of the said business.
4. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III : CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time shall be 100,000 shares.

The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the Incorporators or by the Directors at a meeting called for such purpose or at the organization meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the Directors of the Company. Stock in other corporations or going businesses may be purchased by the Corporation, in return for the issuance of its capital stock, and said purchases shall be on such basis for such consideration and the issuance of so much of the capital stock as the Directors of the Company may decide.

ARTICLE IV : INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is ONE HUNDRED THOUSAND DOLLARS (\$100,000.00).

ARTICLE V : TERMS OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law or by vote of the stockholders.

ARTICLE VI : ADDRESS

This initial post office address of this Corporation in the State of Florida is:

7061 GRAND NATIONAL DRIVE #105F
ORLANDO, FLORIDA 32819

ARTICLE VII : DIRECTORS

This Corporation shall have not less than Two Directors, who need not be stockholder. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof TRADEMASTERS, INC. but at no time shall there be a number less than two (2).

ARTICLE VIII :

The names and post office addresses of the First Board of Directors and Officers of this Corporation are as follows:

President	:	Felix Dennis J. Cortez 7225 Hawksnest Blvd. At Metrowest Orlando Florida 32835
Vice-President	:	Maria Minerva J. Cortez 7225 Hawknest Blvd. At Metrowest Orlando, Florida 32835
Treasurer	:	Felix Dennis J. Cortez 7225 Hawksnest Blvd. At Metrowest Orlando Florida 32835
Secretary	:	Maria Minerva J. Cortez 7225 Hawksnest Blvd. At Metrowest Orlando, Florida 32835
Directors	:	Felix Dennis J. Cortez Maria Minerva J. Cortez

ARTICLE IX : SUBSCRIBERS

The name and post office address of each subscriber to these Articles of Incorporation, the number of shares of stock each agree to take, and the value of the consideration paid therefore are as follows:

NAME	ADDRESS	# OF SHARES PAID
Felix Dennis J. Cortez	7225 Hawksnest Blvd. Hawksnest at Metrowest Orlando, Florida 32835	80,000
Maria Minerva J. Cortez	7225 Hawksnest Blvd. Hawksnest at Metrowest Orlando, Florida 32835	20,000

ARTICLE X : AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting.

ARTICLE XI : POWERS OF THE BOARD OF DIRECTORS

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized:

1. To make, alter, amend or repeal the by-laws of the Corporation.
2. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages, liens upon the property of this Corporation.
3. If the by-laws so provide, to designate by resolution two or more of their number to constitute an Executive Committee, which Committee, to the extent provided in the resolution or in the by-laws of the Corporation, shall have and may exercise any and all of the powers of the Board of Directors in the management of the business, affairs and property of the Corporation, during the intervals between the meetings of the Board of Directors, so far as may be permitted by law.

ARTICLE XII : RESTRICTIONS ON STOCK TRANSFERS

The restrictions upon the transfer of shares of stock of any class are as follows:

Any stockholder, including the heirs, assigns, executors, or administrators of a deceased stockholder, desiring to sell or transfer such stock owned by him or them shall first offer it to the corporation through the Board of Directors in the following manner:

He shall notify the Directors of his desire to sell or transfer by notice in writing which notice shall contain the price of which he is willing to sell or transfer and the name of one arbitrator. The Directors shall within thirty days thereafter either accept the offer or by notice to him in writing name a second arbitrator, and these two shall name a third; it shall then be the duty of the arbitrators to ascertain the value of the stock, and if any arbitrators shall neglect or refuse to appear at any meeting appointed by the arbitrators, a majority may act in the absence of such arbitrator.

After the acceptance of the offer, or to report of the arbitrators as to the value of the stock, the Directors have thirty days within which to purchase the same at such valuation, but if at the expiration of thirty days, the corporation shall not have exercised the right so to purchase, the owner of the stock shall be at liberty to dispose the same in the manner ha may see fit. No shares of stock shall be sold or transferred on the books of the Corporation until these provisions have been complied with, but with the Board of Directors may in any particular instance waive the requirements.

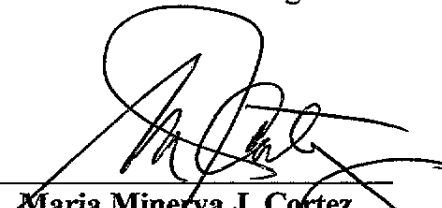
ARTICLE XIII : INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Registered Agent of the Corporation is:

Maria Minerva J. Cortez
7061 Grand National Drive #105F
Orlando, Florida 32819

IN WITNESS WHEREOF, we hereunto set our hands and seal this ____ day of _____, 1999.

I hereby accept the duties and responsibilities of the resident agent.



Maria Minerva J. Cortez
Resident Agent / Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED