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Law Offices
Manuel Diner, P.A.

BAYSIDE OFFICE CENTER
141 NORTHEAST 3RD AVENUE
SUITE 601
Miami, Florida 33132
TELEPHONE (305) 358-7880
FAX (305) 358-7191

October 4, 2000.

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400003420444--2
-10/10/00--01064--002
*****78.75 *****78.75

Re: MIAMI-TEX COMPANY, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of the above referenced corporation, together with our client's check in the sum of \$78.75 representing the filing and certified copy fee.

Should you have any questions, please feel free to call this office.

Very truly yours,

MANUEL DINER, P.A.
Manuel Diner
Manuel Diner, Esq.

MD/da
Enclosure

00 OCT 10 PM 12:32
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSIN OCT 9 2000

**ARTICLES OF INCORPORATION
OF
MIAMI-TEX COMPANY, INC.**

ARTICLE I.
NAME AND ADDRESS OF CORPORATION

*The name of this corporation is: MIAMI-TEX COMPANY, INC.
The Corporation's principal office and mailing address is:
8925 NW 26TH Street
Miami, Florida 33172*

ARTICLE II.
NATURE OF CORPORATION BUSINESS

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

ARTICLE III.
CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.
PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V.
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and Registered Office of the corporation in the State of Florida shall be:

*INITIAL REGISTERED AGENT: Manuel Diner
INITIAL REGISTERED OFFICE: 141 N.E. 3rd Avenue, Suite 601
Miami, Florida 33132*

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such

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TALLAHASSEE, FLORIDA

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status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Manuel Diner

Manuel Diner, REGISTERED AGENT

**ARTICLE VI.
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of the Corporation shall consist of one Director, who shall be:

Kenneth Larsen, 100 Beechwood Avenue, Edison, N.J. 08837.

**ARTICLE VII
INITIAL INCORPORATOR**

The name and address of the initial Incorporator executing these Articles of Incorporation is:

Manuel Diner
141 NE 3rd Avenue, Ste. 601, Miami, Florida 33132

Manuel Diner
Manuel Diner, INCORPORATOR

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 5th day of October, 2000 by Manuel Diner, who is personally known to me or has produced _____ as identification and who did did not take an oath.

Caridad Ferreira

Notary Public, State of Florida

Print Name: CARIDAD FERREIRA

My Commission Expires:

corp.miami-tex co.,inc.urt.



Caridad Ferreira
MY COMMISSION # CC627608 EXPIRES
March 10, 2001
BONDED THRU TROY FAIN INSURANCE, INC