

3000014444

WILLIAM O'NEIL
Professional Association

961 Harbor Drive
Key Biscayne, FL 33149
(305) 361-0412

3920 Leane Drive
Tallahassee, FL 32308
(904) 668-7646

Please Reply to Key Biscayne

February 13, 1995

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

300001407198
-02/15/95--01096--005
*****70.00 *****70.00

Re: HEMISPHERE SERVICES GROUP, INC

Sir:

Enclosed please find Articles of Incorporation and a Designation of and Acceptance by Registered Agent, on a new Florida corporation, HEMISPHERE SERVICES GROUP, INC by name, along with a check for \$70.00 for the filing fees, and a stamped, addressed envelope to accommodate the return of our copy.

Very truly yours,

Bill O'Neil
961 Harbor Dr
Key Biscayne, FL
33149
Tel 305-361-0412

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
58 FEB 20 AM 11:58
11:58

Bill O'Neil
AUTHORIZATION BY PHONE TO
CORRECT file art with similar name
DATE 02/21/95
CO. EXAM Stadon

ARTICLES OF INCORPORATION
OF
HEMISPHERE SERVICES GROUP, INC.

ARTICLE I

The name of the corporation shall be HEMISPHERE SERVICES GROUP, INC.

ARTICLE II

The corporation shall have perpetual existence, and commencement of corporate existence shall be the time of the filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE III

The purpose for which the corporation is formed is the transaction of any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have is five hundred (500) shares of common stock with ONE DOLLAR (\$1.00) par value per share.

ARTICLE V

The address of the corporation's principal office and its mailing address, and the street address of the initial registered office of the corporation and the name of the corporation's initial registered agent at that address is:

Kirsten O'Neil
961 Harbor Dr
Miami, Fl
33149

FILED
95 FEB 20 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and address of the person who is to serve on the initial Board of Directors is:

Kirsten O'Neil
961 Harbor Dr
Miami, Fl
33149

ARTICLE VII

The name and address of the corporation's incorporator is:

Kirsten O'Neil
961 Harbor Dr
Miami, Fl
33149

IN WITNESS WHEREOF the undersigned incorporator has hereunto affixed his hand and seal this 13th day of February, 1995.


Kirsten O'Neil

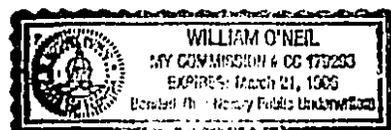
STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day personally appeared Kirsten O'Neil to me personally known and well known to me to be the person that executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State above named, this 13th day of February, 1995.


Notary Public
State of Florida at Large



CERTIFICATE OF REGISTERED AGENT

In compliance with Chapter 607.034, Florida Statutes, the undersigned hereby accepts the designation as registered agent for HEMISPHERE SERVICES GROUP, INC.

Dated this 13th day of February, 1995.

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FEB 20 AM 11:58


Kirsten O'Neil

STATE OF FLORIDA
COUNTY OF DADE

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Notary Public
State of Florida at Large

