

P96000075846

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: MULTISERVICES INTERNATIONAL, INC.

Proposed Corporate Name

MULTISERVICES INTERNATIONAL, INC.

210 S.W. 15 Road, #100, Miami, Florida 33129

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$70.00. Please return one copy of the Articles stamped with the filing date. \$122.50

FROM:

Maria Yolanda ZAMORA

2100001544003
-09/11/96--01007--004
***122.50 ***122.50

Name (print or type)

6361 S.W. 153 Ct. Rd., Miami, FL 33193

Address

Miami, FL. 33193

City, State, Zip

(305) 383-3531

Area Code and Phone Number (Daytime)

SEP 12 1996

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FILED
96 SEP 10 11:02:21
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED

96 SEP 10 AM 10:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MULTISERVICES INTERNATIONAL INC

(Name of the corporation)

The undersigned incorporators for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of incorporation.

ARTICLE I: NAME

The name of the Corporation; MULTISERVICES International INC.

Address; 210 S.W. 15 Road, # 100, Miami, Florida 33129.

ARTICLE II DURATION

This corporation shall exists perpetually according to Florida law (in accord with all resolutions as may be made in the future by the Board of Directors, in accord with the BYLAWS).

ARTICLE III PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States.

ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue fourty five (45) Share (450) dollars (\$10.00) per value common Stock, which shall be designated "Common Shares"(Plus in any other amounts as may be in the future accorded by the Board of Directors)..

Certificates representing shares of the Corporation shall be in such form as shall be determined by the Board of Directors. Such certificates shall be signed by the President and by the Secretary or by such officer authorized by law and by the Board of Directors so to do, and sealed with corporate seal. All certificates for shares shall be consecutively numbered or otherwise identified. All certificates surrendered to the Corporation for transfer of share shall have been surrendered and cancelled, except that in the case of lost, destroyed or mutilated certificate, a new one may be issued thereof upon such terms and indemnity to the Corporation as the Board of Directors may prescribe. The capital initial is furnished equally by the incorporators.

ARTICLE V BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by the Board of Directors.

The number of directors of the Corporation shall be fixed by the Board of Directors in no event shall be less than one (1). Regular meetings shall be held without other motive than this By Law immediately after and at the same place as the annual meetings of shareholders. The Board of Directors may provide by resolution, the time and place for the holding of additional regular meetings without notice other than such resolution.

Special meetings may be called by or at request of the President or any two directors.

The Board of Directors shall be elected annually by the Board of Directors at the first meeting of the Board of Directors held after annual meeting of the shareholders. If the election of officer shall not be held as such meeting, such election shall be held as soon thereafter as conveniently may. Each officer shall hold office, until his/her successor shall have been duly elected and shall have qualified, or until she/her death, or until he/she resign or shall have been removed in the manner hereinafter provided.

Seventy percent of the directors shall constitute a quorum for the transaction of business at any Board meeting, but if less than such percentage is present at a meeting a majority of directors present may adjourn the meeting from time to time without further notice. Unfilled position of directors who have resigned or who have been removed from the Board shall not be counted in determining a quorum provided that in not event shall a quorum consist of less than one-third of the total number of directors prescribed by these Bylaws. Directors shall be deemed present for purposes of a quorum if they are physically present at the meeting if they are communication directly with other directors by telephone by any other electronic means or any combination thereof.

ARTICLE VI CORPORATE BUSINESSES

The Board may authorize any officer or group of officers or agents to enter into any contracts and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or specific.

No loan shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in the corporate name unless authorized by resolution of the Board. Such authority may

be general or specific.

Checks, draft and similar instruments. All checks, drafts, other form for payment of money order or other evidence of indebtedness issued in the name of the corporation shall be signed by such officers or agents or the corporation and in such manner as from time to time is determinate by resolution of the Board.

ARTICLE VII- INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known or the mailing address of the corporation is:

Name MULTISERVICES INTERNATIONAL INC.

Address: 210 S.W. 15 Road # 100 Miami, Florida 33129

The name and street address of the initial Registered Agent of the Corporation is:

NAME: MARIA LUZ RAMIREZ

Address: 1548 Brickell Ave. Miami, Florida 33129

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

The corporation has three (3) directors initially. The number of directors may be either increased or diminished from time to time By law, but shall never be less than one (1). The name and address of the initial directors of the corporation are as follow:

Name : MARIA YOLANDA ZAMORA (President).

Address: 6361 S.W. 153 Ct. Rd. Miami, FL 33193

SANDRA CASTILLO (Treasurer).

Address: 7000 Rue Granville # 201, Miami Beach, Fl 33141

MARIA LUZ RAMIREZ (Secretary -Registered Agent)

Address: 1548 Brickell Ave. Miami, Florida 33129

ARTICLE IX - INCORPORATORS

The name of the incorporators signing these Articles of incorporation are as follow:

Name: Maria Yolanda Zamora

Address: 6361 S.W. 153 Ct. Rd. Miami, Florida 33193

Sandra Elena CASTILLO

Address: 7000 Rue Granville # 201, Miami Beach, FL 323141

Maria Luz Ramirez

Address: 1548 Brickell Ave. Miami, Florida 33129

The undersigned incorporators have executed these articles of incorporation this _____ Day of _____ 1996.

Maria Yolanda Zamora

Maria Yolanda Zamora

Sandra Castillo

Sandra Castillo

Maria Luz Ramirez

Maria Luz Ramirez

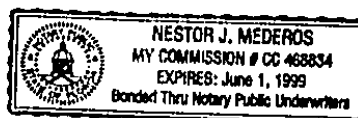
STATE OF FLORIDA
COUNTY OF DADE

Before me a Notary Public authorized to take acknowledgement in the State and County set Forth above personally appeared. Mrs. Maria Yolanda ZAMORA, (President) Sandra Elena CASTILLO (Treasurer), and Maria Luz RAMIREZ (Secretary -Registered agent).

In WITNESS WHEREOF, I have hereunto affixed my hand and seal in the State of and County aforesaid, this 23rd day of Aug. 1996.-

Nestor J. Mederos

Notary Public



FILED
96 SEP 10 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA USA

CERTIFICATE AND ACKNOWLEDGEMENT
REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

MULTISERVICES INTERNATIONAL INC.

NAME OF THE CORPORATION

Pursuant to Florida Section 48.00 and 667 0501, the following is submitted. The above corporation, desiring to organize under the law of the State of Florida with its registered office as indicated in the Articles of incorporation.

at 210 S.W. 15th Rd, # 100 Miami, Fl 33130

has named MRS.MARIA LUZ RAMIREZ

located at the aforesaid address, as its registered agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place in this certificate, and being familiar with the obligation for that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Mrs. Luz Ramirez

Maria Luz RAMIREZ]