

P98000069165

Sentate Research

Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Ponce-Ami, Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____ 000002610540--3
(Corporation Name) (Document #) -08/07/98-01041--025
****122.50 ****122.50

4. _____
(Corporation Name) (Document #)

RECEIVED

98 AUG -7 AM 11:12
CORPORATION

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Pick up time _____
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Photocopy

Certified Copy
 Certificate of Status

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG -7 PM 2:39

FILED

effective date

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

EFFECTIVE DATE

8-6-98

Examiner's Initials W 8-7-98

ARTICLES OF INCORPORATION
OF
PONCE-AMI, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is PONCE-AMI, INC. and its address is 40th Miracle
Mile, Suite 302, Coral Gables, FL 33134.

EFFECTIVE DATE

8-6-98

ARTICLE II - EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be August 6, 1998.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of one penny (\$.01) par value
common stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Aristides Martinez	401 Miracle Mile Suite 302 Coral Gables, FL 33134

ARTICLE VIII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Gary J. Cohen and his address is 201 S. Biscayne Boulevard, 1500 Miami Center, Miami, FL 33131.

ARTICLE XI - AMENDMENT

EFFECTIVE DATE

8-6-98

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6th day of August, 1998.



Gary J. Cohen, Incorporator

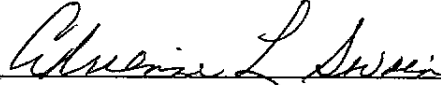
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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 6th DAY OF AUGUST, 1998.

CORPORATION COMPANY OF MIAMI

By 

ADRIENNE SWAIN, Assistant Secretary
for CORPORATION COMPANY OF MIAMI
(Registered Agent)