

3-09-200 6:25PM

FROM

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : MANUEL ALONSO-POCH, P.A.
Account Number : I19990000228
Phone : (305) 448-4053
Fax Number : (305) 443-0903

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 10 PM 2:07

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FLORIDA PROFIT CORPORATION OR P.A.

MILLER 88 CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

3-29-200 6:26PM

FROM

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P. 2
FILED
00 MAR 10 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MILLER 88 CORPORATION**

The undersigned incorporator hereby forms the following Corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation is: **MILLER 88 CORPORATION**

**ARTICLE II
PURPOSE**

The corporation is organized to engage in any and all businesses permitted under the laws of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock which this Corporation is authorized to issue seven thousand five hundred (7500) shares of common stock with one dollar par value. Said shares of stock may be issued only for a consideration having a fair value as may be determined by the board of directors.

**ARTICLE IV
TERM OF EXISTENCE**

This corporation is to exist perpetually from the date these Articles are filed with the Department of State, subject to the laws of the State of Florida.

**ARTICLE V
REGISTERED AGENT AND OFFICE**

The initial Registered Agent and the street address of the initial Registered Office of this corporation shall be 8800 S.W. 56 Street, Miami, Florida.

The initial registered office is: 8800 S.W. 56 Street, Miami, Florida.

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**ARTICLE VI
DIRECTORS**

This corporation shall have at least one director initially. The number of directors may be changed from time to time in accordance with by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors of the corporation is:

Pedro Marquez: 8800 S.W. 56 Street, Miami, FL

**ARTICLE VII
INCORPORATORS**

The name and street address of the incorporator is:

Pedro Marquez: 8800 S.W. 56 Street, Miami, FL

**ARTICLE VIII
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class of series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE IX
CUMULATIVE VOTING**

At each election for Directors, cumulative voting by shareholders as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any officer or Director or any former officer or director, to the full extent permitted by law.

**ARTICLE XI
AMENDMENTS**

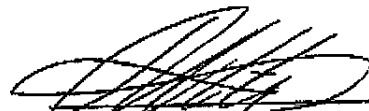
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and

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approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

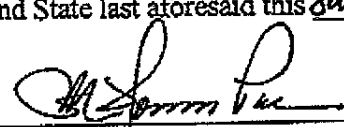
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hands and seal this ____ day of March, 2000.


Pedro Marquez, Incorporator

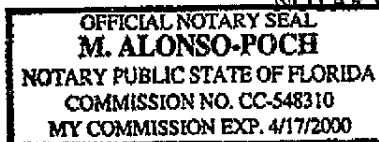
STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments personally appeared, Pedro Marquez, () who is personally known to me, () or who produced _____ as identification and who did take an oath and are known to be the persons described in and who executed the foregoing instrument.

WITNESS my hand and official seal in the County and State last aforesaid this 8th day of March, 2000.

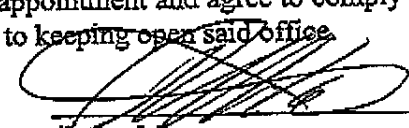

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in these Articles, I hereby accept this appointment and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.


Pedro Marquez,
Registered Agent

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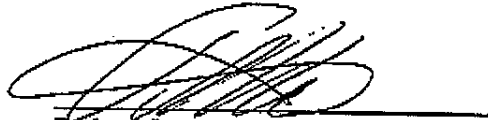
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**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

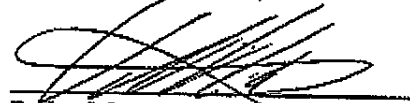
That, MILLER 88 CORPORATION, desiring to organize or qualify under the laws of the State of Florida, with its principal place of 8800 S.W. 56 Street, Miami, FL, has named Pedro Marquez of 8800 S.W. 56 Street, Miami, FL, as its agent to accept service of process within Florida.

Dated: March 8, 2000.



Pedro Marquez,
Incorporator

That having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Pedro Marquez,
Registered Agent

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00 MAR 10 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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