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ALLAN B. MARKS
7745 SW 143 Street
Miami, Florida 33158
Home Tel: 305-252-9196
Work Tel: 305-371-5944

March 20, 2000

SECRETARY OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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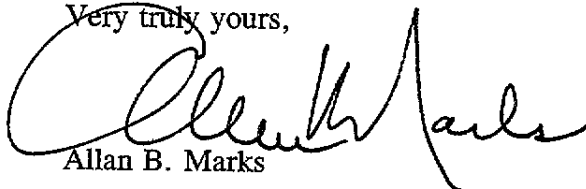
Re: Articles of Incorporation of
CLASS ADMINISTRATION CORPORATION

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation to be filed on the above captioned corporation, along with a check in the amount of \$175.00 to cover the cost of this service. Please file the original and return a certified copy to us in the envelope provided.

Thank you for your courtesies and cooperation in this regard.

Very truly yours,


Allan B. Marks

Enclosure

FILED
00 APR 10 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
CLASS ADMINISTRATION CORPORATION**

FILED
00 APR 10 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

CLASS ADMINISTRATION CORPORATION

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized under the laws of the State of Florida as a corporation for profit engaged in the business of administration of class actions and otherwise for the purpose of transacting any other lawful business within this State.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each share having a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6915 Red Road, Suite #206, Coral Gables, Florida 33143 the name of the initial registered agent of this corporation at that address is JUAN P. BAUTA, II.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is 6915 Red Road, Suite #206, Coral Gables, Florida 33143.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than two (2). The names and addresses of the initial directors of this corporation is:

JUAN P. BAUTA, II
6915 Red Road
Suite #206
Coral Gables, Florida 33143

ALLAN B. MARKS
6915 Red Road
Suite #206
Coral Gables, Florida 33143

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

JUAN P. BAUTA, II
6915 Red Road
Suite #206
Coral Gables, Florida 33143

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any current officer, director, employee or agent of the corporation or any former officer, director, employee or agent as permitted by Florida Statute 607.0850, as amended from time to time, and to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of March, 2000.



JUAN P. BAUTA, II

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 17th day of March, 2000, by JUAN P. BAUTA, who is personally known to me or who has produced a Florida drivers license and who did not take an oath.



Name:

Notary Public-State of Florida

Commission No.:

My Commission Expires:



CERTIFICATE DESIGNATING AGENT

FILED
00 APR 10 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BE IT KNOWN THAT:

CLASS ADMINISTRATION CORPORATION, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 6915 Red Road, Suite #206, Coral Gables, Florida 33143 has designated JUAN P. BAUTA, II, whose address is 6915 Red Road, Suite #206, Coral Gables, Florida 33143, as its agent to accept service of process within Florida.

CLASS ADMINISTRATION CORPORATION

by: 

JUAN P. BAUTA, II

DATED this 17th day of March, 2000.

ACCEPTANCE

Having been named to accept service of process for CLASS ADMINISTRATION CORPORATION, 6915 Red Road, Suite #206, Coral Gables, Florida 33143 hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.


JUAN P. BAUTA, II

DATED this 17th day of March, 2000.