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**CRISTINA P. FERNANDEZ**

1365 Stillwater Drive  
Miami Beach, FL 33141-1029

Phone/Fax No. (305) 866-9818

March 17th, 2000

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

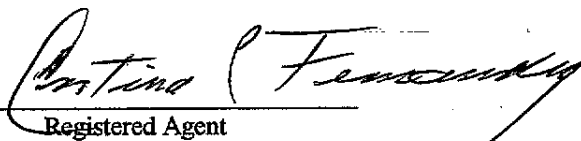
Dear Sir/Madam:

Please find enclosed the Articles of Incorporation of:

**Fussion, Inc.**

We are also attaching herewith a check payable to the Secretary of State in the amount of \$ 122.50, to cover for its filing fees.

Sincerely,

  
Registered Agent

FILED  
00 APR 27 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**NOTE: SHOULD YOU HAVE ANY QUESTION REGARDING THE ABOVE, PLEASE CALL:**

**CRISTINA P. FERNANDEZ**  
(305) 886-9818

APR 28 2000  
T. Burch

**ARTICLES OF INCORPORATION  
OF  
FUSSION, INC.**

**ARTICLE ONE**

The name of the corporation is **FUSSION, INC.**

**ARTICLE TWO**

The period of its duration is perpetual.

**ARTICLE THREE**

The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

The Corporation's principal office is located at:

6608 Santona Street  
Coral Gables, FL 33146

**ARTICLE FOUR**

The aggregate number of shares which the corporation shall have authority to issue is 100, of the par value of ONE DOLLAR ( \$ 1.00) each.

**ARTICLE FIVE**

The corporation will not commence business until it has received for the issuance of shares, consideration of the value of: \$ 100.00, consisting of money, labor done or property actually received.

**ARTICLE SIX**

The street address of its initial registered office is: 1365 Stillwater Drive, Miami Beach, FL 33141-1029, and the name of its initial registered agent at such address is Cristina P. Fernandez.

**ARTICLE SEVEN**

The number of directors constituting the initial board of directors is 2, and the name(s) and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Position	Address
Carlos M. Romero	President	6608 Santona Street, Coral Gables, FL 33146
Sergio M. Salazar	Vice-President	6608 Santona Street, Coral Gables, FL 33146
Jose R. Salazar	Vice-President	6608 Santona Street, Coral Gables, FL 33146
Miguel A. Sanchez	Secretary	6608 Santona Street, Coral Gables, FL 33146

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TALLAHASSEE, FLORIDA

**ARTICLE EIGHT**

The name and address of each incorporator is:

Name	Mailing Address
Carlos M. Romero	6608 Santana Street, Coral Gables, FL 33146

**ARTICLE NINE**

The name and address of the person signing these articles is:

Carlos M. Romero	6608 Santana Street, Coral Gables, FL 33146
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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17<sup>th</sup>. day of March, 2000

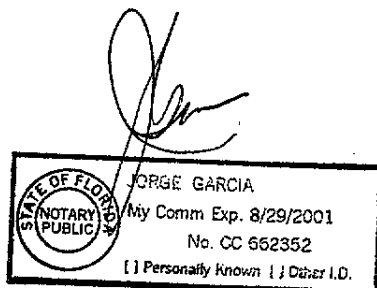
  
Subscriber

**STATE OF FLORIDA**

**COUNTY OF DADE**

**BEFORE ME**, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Carlos M. Romero, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 17<sup>th</sup>. of March, 2000.



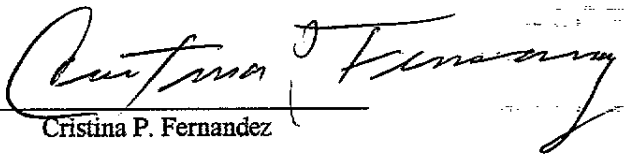
**ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT**

The undersigned, named as Resident Agent in the Articles of Incorporation of:

**Fussion, Inc.**

does hereby accept the designation of Resident Agent and agrees to perform those duties until and unless removed by the Board of Directors of said corporation.

Dated in Miami, Miami-Dade County, Florida this 17<sup>th</sup>. of March, 2000.

  
Cristina P. Fernandez

FILED  
00 APR 27 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA