

Jun 13 00 02:29p

MARTINEZ CID

305 858 2513

p.2

FROM :

PHONE NO. : 305 8857153

Apr. 22 1999 01:16PM P2

Division of Corporations

Page 1 of 2

P00000057200

Florida Department of State

Division of Corporations

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Fax Number : (850) 922-4001

From:

Account Name : RICARDO MARTINEZ-CID, P.A.

Account Number : 076640001666

Phone : (305) 859-7494

Fax Number : (305) 858-2513

FLORIDA PROFIT CORPORATION OR P.A.

SALSA HEATWAVE CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$87.50

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H00000031543 2

ARTICLES OF INCORPORATION
SALSA HEATWAVE CORPORATION

Article I - Name

The name of this corporation is SALSA HEATWAVE CORPORATION.

Article II - Purpose

This corporation is organized to establish a dancing academy in Broward County, Florida, devoted to imparting quality salsa dancing lessons, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is at the 17781 SW 52 Court, Fort Lauderdale 33331.

The name of the initial Registered Agent of this corporation is Abraham Smilowitz, of 17781 SW 52 Court, Fort Lauderdale 33331.

Article VI - Initial Board of Directors and Officers

This corporation shall have one (1) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The

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1699 Coral Way, Suite 510, Miami, Florida 33145
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initial directors of this corporation is Abraham Smilowitz, of 17781 SW 52 Court, Fort Lauderdale 33331, who shall also serve as the initial president/treasurer/secretary of the corporation.

Article VII - Incorporator

The name and address of the person signing these Articles is Abraham Smilowitz, of 17781 SW 52 Court, Fort Lauderdale 33331.

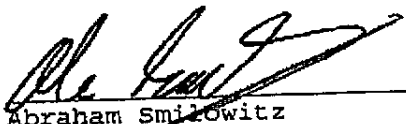
Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this June 13, 2000.



Abraham Smilowitz
17781 SW 52 Court,
Fort Lauderdale, Florida 33331

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P.5

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Apr. 22 1999 01:17PM P5

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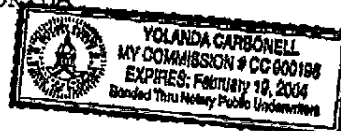
STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned Notary Public, personally appeared Abraham Smilowitz, who provided his Florida driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this June 13, 2000.

Yolanda Carbonell

NOTARY PUBLIC
STATE OF FLORIDA



Prepared by: Ricardo Martinez-Cid
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p.6

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Apr. 22 1999 01:18PM P7

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H00000031543 2

CERTIFICATE DESIGNATING THE ADDRESS AND

AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

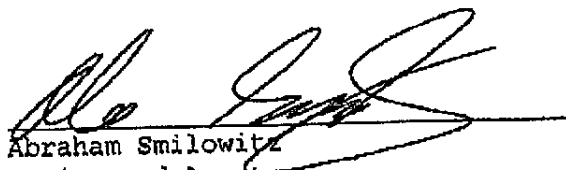
That SALSA HEATWAVE CORPORATION, desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Abraham Smilowitz, of 17781 SW 52 Court, Fort Lauderdale 33331, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

SALSA HEATWAVE CORPORATION

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this June 13, 2000.


Abraham Smilowitz
Registered Agent

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494/ Facsimile (305) 858-2513
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