

ACCOUNT	NO.	:	072100000032

REFERENCE 970820

COST LIMIT : \$ 70.00

ORDER DATE: January 19, 2001

ORDER TIME : 9:15 AM

ORDER NO. : 970820-005

CUSTOMER NO: 118429A

CUSTOMER: Steven P. Lee, Esq Steven P. Lee, Esq

1699 Coral Way, Suite 502

Miami, FL 33145

#### DOMESTIC FILING

NAME: EROICA FLORIDA, INC.

#### EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

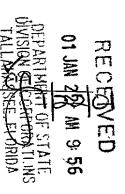
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY \_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DENISE MICK - EXT. 1150

EXAMINER'S INITIALS:

500003562535--4



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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#### ARTICLES OF INCORPORATION

OF

#### EROICA FLORIDA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

EROICA Florida, Inc.

The address of the principal office of this corporation shal be 3370 NE 190 Street, #1209, Aventura, Florida 33180, and the mailing address of the corporation shall be the same.

# ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### ARTICLE III. CAPITAL STOCK

The maximum number of share of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

# ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be c/o Steven P. Lee, P.A., 1699 Coral Way, Suite 502, Miami, FL 33145-2860, and the name of the initial registered agent at that address is Steven P. Lee, P.A.

# ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

# ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successor is elected or appointed is:

Susana Mandel Dir./Pres. Jorge Fris Sec./Treas.

(Same address for both) 3370 NE 190 Street Apartment # 1209 Aventura, FL 33180

# ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

> Steven P. Lee, P.A. 1699 Coral Way, Suite 502 Miami, FL 33145-2860

IN WITNESS WHEREOF, the undersigned agent of Steven P. Lee, P.A., has hereunto set their hand and seal of Steven P. Lee, P.A., on January  $\frac{18}{2001}$ , 2001.

STEVEN P. LEE, P.A.

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By:

Its Agent, Steven P. Lee

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# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Steven P. Lee, P.A., a Florida professional association to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

STEVEN P. LEE, P.A.

Its Agent, Steven P. Lee