

Division of Corporations

Page 1 of 2

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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 : EDWARDS & CARSTARPHEN

Account Number : I19990000142

Phone : (305) 669-3049

Fax Number : (305) 662-1435

FLORIDA PROFIT CORPORATION OR P.A.

HEMISPHERE 2000, INC.

Certificate of Status	0
Certified Copy	1
Page Count	045
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight FEB 05 2001

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ARTICLES OF INCORPORATION
OF
HEMISPHERE 2000, 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:

HEMISPHERE 2000, INC.

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TALLAHASSEE, FLORIDA

The address of the principal office of this corporation
shall be 201 Crandon Blvd. #823, Key Biscayne, 33149 and the
mailing address of the corporation shall be P.O. Box 491375, Key
Biscayne, Florida 33149.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares 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.

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ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 201 Crandon Blvd. #823, Key Biscayne, 33149 and the name of the initial registered agent of the corporation is EUGENIO ALVAREZ, whose address is 201 Crandon Blvd. #823, Key Biscayne, 33149.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist in perpetuity.

ARTICLE VI. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the member of the Board of Directors is:

EUGENIO ALVAREZ

whose addresses appear in Article VIII below.

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ARTICLE VIII - OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year, or until his successor is elected or appointed is:

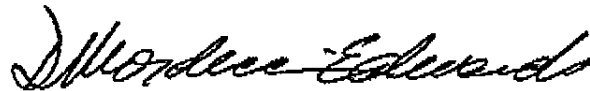
PRESIDENT, SECRETARY, TREASURER

EUGENIO ALVAREZ
201 Crandon Blvd. #823
Key Biscayne, 33149

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Deborah Mordecai Edwards, whose address is, 4960 S.W. 72nd Avenue, Suite 301, Miami Florida 33155.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 5th day of February, 2001.



DEBORAH MORDECAI EDWARDS

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

EUGENIO ALVAREZ, having a mailing address of 201 Crandon Blvd. #823, Key Biscayne, 33149, 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.


EUGENIO ALVAREZ

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