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01 MAY 18 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BONNELLY ENTERPRISES, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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CORPORATIONS
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

TS/1
5/18/01

ARTICLES OF INCORPORATION
OF
BONNELLY ENTERPRISES, INC.

FILED
01 MAY 18 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation to be formed under the provisions of the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation, to be filed with the Secretary of State of the State of Florida:

ARTICLE I

The name of the corporation will be BONNELLY ENTERPRISES, INC. The principal place of business of this corporation will be 2250 SW 3rd Avenue, 5th Floor, Miami, Florida 33129.

ARTICLE II

The Corporation will have perpetual existence commencing at the filing of the Articles of Incorporation with Department of State.

ARTICLE III

The general nature of the business to be carried out by the Corporation as follows:

- 1) To carry on any and all lawful purposes not specifically prohibited or limited by Chapter 607, Florida Statutes.
- 2) To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in connection with other firms, corporations or individuals, either in this State or throughout the United States and elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business herein before described, or any part or parts thereof, if consistent with the laws of the United States, this state or any other state.

ARTICLE IV

The aggregate number of shares of capital stock that the Corporation will have the authority to issue is One Hundred (100). The shares of the corporation are not to be divided into classes, nor is the corporation authorized to issue shares in series.

ARTICLE V

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares will all receive a ratable distribution of the assets of the corporation.

ARTICLE VI

The name and street address of the initial registered agent of the Corporation is:

JORGE H. RAMOS
2250 SW 3rd Avenue, 5th Floor, Miami, Florida 33129.

ARTICLE VII

The name and the post office address of the Directors of the first Board of Directors who, subject to the provisions of these Articles of Incorporation and the corporation laws of the State of Florida, will hold office for the first year of the existence of the Corporations or until their successors are elected and qualified are:

Alfredo F. Diaz
2250 SW 3rd Avenue
5th Floor
Miami, Florida 33129.

Rosario Diaz
2250 SW 3rd Avenue
5th Floor
Miami, Florida 33129

A Board of Directors consisting of not less than One (1) nor more than seven (7) members will be elected at the first annual meeting of stockholders and at each annual meeting thereafter. Unless otherwise prescribed by law, the entire voting power to elect Directors and for all other purposes will be vested exclusively in the holders of the outstanding shares of common stock with voting rights of the corporation.

ARTICLES VIII

The Corporation will have all the powers enumerated for a corporation under the laws of the State of Florida.

ARTICLES IX

The Corporation will indemnify and hold harmless any and all of its Directors and Officers to the full extent permitted by law.

ARTICLE X

The name and address of the incorporator is as follow:

ALFREDO F. DIAZ
2250 SW 3rd Avenue, 5th Floor, Miami 33129

ARTICLE XI

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 on 10 May 2001.


ALFREDO F. DIAZ

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named registered agent to accept service of process for BONNELLY ENTERPRISES, INC., at the place designated in the Articles of Incorporation hereinabove set forth, I hereby agree to act in this capacity; and further agree to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent.


JORGE H. RAMOS

Corporations\Articles Bonnelly Enterprises, Inc.

01 MAY 18 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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