MIRIAM OSUNA

3450 SW 16 street Fort Lauderdale, Florida 33312

Transmittal Letter

Date: May 14, 2001

Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314

900004316079 -05/24/01---01103 \*\*\*\*131.25 \*\*\*\*\*87.50

Dear Sir:

Enclosed please find Articles of Incorporation for a corporation with the proposed name of MIRIALEX INVESTMENT CORP. , and the Designation and Acceptance of its Registered Agent, for filing, together with our check in the amount of \$ 131 25 to cover the following checked service:

> Filing Fee \$70.00 (basic charge) Filing Fee & Certificate \$78.75

Filing Fee & Certified Copy (of Articles) \$122.50 (requires additional copy of articles)

Filing Fee, Certified Copy & Certificate \$131.25 (recommended) (requires X additional copy of articles).

Sincerely,

Enclosures

# ARTICLES OF INCORPORATION

ON KILED WOODS The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I NAME

The name of the corporation shall be MIRIALEX INVESTMENTS CORP.

### ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business 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 1,000 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE IV **ADDRESS**

Th	e street	address of	the initial	registered	i office of	f the cor	rporation sh	all be	
3450	SW 16	Street.	Fort lau	derdale	Florida	33312		<del>-</del> -	
		and t	he name o	f the initia	l Registe	red Age	ent for the c	orporation a	at that
address is		Miriam			•				

#### ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions, as may be necessary, shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

## ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

## ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or fbr advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this coA-Atractlng w—th the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Miriam Os	suna	-, .* <u>.</u> *	1.541
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ARTICLE IX

INCORPORATOR

The name and address of the incorporator is:
MIRIAM Osuna
3450 SW 16 Street
Fort Lauderdale, Florida 33312
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this day
of MAy 2000 (
Incorporator: Divioem Osceren
ACCEPTANCE: Registered Agent:
- Acgistered Agent:
I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.  STATE OF FLOCA COUNTY OF Grown 0
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The foregoing instrument was executed and acknowledged before me this day of Ay Dol, by Mirian Osuna
(SEAL) Notary Public VICTORIA BENTLEY State of 1-100004
COMMISSION NO. CC767726  COMMISSION NO. CC767726  COMMISSION EXP. AUG. 16.2002
DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in con	npliance with the laws of the State of Florida,
Mirialex Investments Corp.	, a corporation organizing under the laws of the State of
Florida, with its principal office located at	3450 SW 16 Street Fort landard 2 Bt has
named <u>Miriam Osuna</u>	3450 SW 16 Street, Fort lauderdale, Florida, has whose address is
3450 SW 16 Street Fort Lauderda	1e, Florida as it Registered Agent to accept service of
process within this State.	<del>LU,TIUIIU</del>