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LAW OFFICES

# MONTELLO & KENNEY, P.A.

777 BRICKELL AVENUE SUITE 1070 MIAMI, FLORIDA 33131

TELEPHONE (305) 373-0300 FAX (305) 373-3739

February 10, 2003

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: J. Miro Design Group, Inc. (the "Company")

Ladies and Gentlemen:

Enclosed please find two original sets of the Company's Articles of Incorporation along with our check for \$70.00 in payment of the filing fee.

If you have any questions, please call us.

Louis R. Montello

mb

Enclosures

Inn/aniro/mirodesign/corporate/sec state.ltr.articles

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# ARTICLES OF INCORPORATION OF J. MIRO DESIGN GROUP, INC.

03 FEB 13 PM 1:54 SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### ARTICLE I

# Name

The name of the corporation is J. Miro Design Group, Inc. (hereinafter called the "Corporation").

### ARTICLE II

# **Principal Office**

The address of the principal office and the mailing address of the Corporation is 169 East Flagler Street, Suite 1430, Miami, Florida 33131.

# ARTICLE III

# Capital Stock

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Par Value Per Share	Class of Stock

# ARTICLE IV

### **Initial Registered Office**

The street address of the Corporation's initial registered office in the State of Florida is 777 Brickell Avenue, Suite 1070, City of Miami, County of Miami-Dade, 33131 and the name of its initial registered agent at such office is Louis R. Montello.

# ARTICLE V

# **Board of Directors**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is two, and the names and addresses of the members of the initial Board of Directors, who are to serve as the Corporation's directors until their successor are duly elected and qualified are:

Julie C. Miro 2121 North Bayshore Drive, Apt. 902 Miami, Florida 33137

> Barry Segal 194 Cameron Court Weston, Florida 33326

### ARTICLE VI

# Incorporator

The name of the Incorporator is Louis R. Montello and the address of the Incorporator is 777 Brickell Avenue, Suite 1070, Miami, Florida 33131.

#### ARTICLE VII

# Indemnification

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 10<sup>th</sup> day of Pebruary, 2003.

Louis R. Montello, Incorporator

# ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of J. Miro Design Group, Inc., hereby accepts such designation and is familiar with, and accepts the obligations of such position as provided in Florida Statutes Section 607.0505.

Louis R. Montello, Registered Agent PM 1:54 Y OF STATE EE, FLORID

February 10, 2003

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