

P95000004190

JORGE SANCHEZ-GALARRAGA

PROFESSIONAL ASSOCIATION

SUITE 101

101 Ponce de Leon Boulevard

Coral Gables, Florida 33134-3343

TELEPHONE (305) 441-5151

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NEW YORK AFFILIATE

GALLET DREYER & HERKEY

845 THIRD AVENUE

NEW YORK, N.Y. 10022-6011

(ZIP) 035-3131

January 11, 1995

ENCLOSURE 1045
01/17/95 0105-011
****245.00 ****122.50

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 33201

RE: Tomagi, Inc.
Casasco, Inc.

Gentlemen:

Enclosed are the following:

1. Original and copy of the articles of incorporation above referenced corporation.
2. Duly executed registered agent form.
3. Check to cover your fees.

Thank you for your kind attention to this matter.

Very truly yours,



JORGE SANCHEZ-GALARRAGA

JSG:dbd

Enclosures

FILED

1995 JAN 13 PM 4:18

1/17/95
145-4190

ARTICLES OF INCORPORATION

OF

TOMAGI, INC.

FILED
JAN 13 PM 4 18
SECRET
TALLAHASSEE

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

Article 1. Name

The name of this corporation is TOMAGI, INC.

Article 2. Principal Office

The principal office and the mailing address of the corporation is:

1313 Ponce de Leon Boulevard
Suite 301
Coral Gables, Florida 33134

Article 2. Duration

The period of its duration is perpetual. It shall commence its existence upon the filing of these Articles of Incorporation with the Secretary of State of Florida.

Article 3. Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and of the State of Florida.

Article 4. Capital Stock

The corporation is authorized to issue One Hundred Fifty (150) shares at Fifty (\$50) Dollars par value.

Article 5. Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation is as follows:

Jorge Sanchez-Galarraga
1313 Ponce de Leon Boulevard
Suite 301
Coral Gables, Florida 33134

Article 6. Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director of this corporation is:

Jorge Sanchez-Galarraga
1313 Ponce de Leon Boulevard
Suite 301
Coral Gables, Florida 33134

Article 7. Incorporator

The name and address of the Incorporator signing these Articles of Incorporation is:

Jorge Sanchez-Galarraga
1313 Ponce de Leon Boulevard
Suite 301
Coral Gables, Florida 33134

Article 8. Amendment of Articles

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 subject to this reservation.

Article 9. Pro-emptive Rights

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares), of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

Article 10. Removal of Directors

At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors, may be removed, with or without cause, by a vote of the holders of the majority of the shares then entitled to vote at an election of directors.

Article 11. Indemnification

The corporation may be empowered to indemnify any officer or director in the manner set out and provided for pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

Article 12. Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors and approved at a stockholders meeting by a

majority of the shares entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 11th day of January, 1995.



JORGE SANCHEZ-GALARRAGA

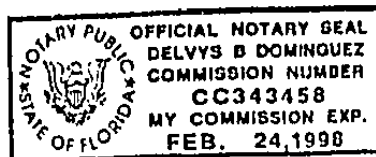
STATE OF FLORIDA)
)
COUNTY OF DADE) ss:

BEFORE ME, the undersigned authority, personally appeared, JORGE SANCHEZ-GALARRAGA, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

SWORN TO AND SUBSCRIBED before me on this 11th day of January, 1995.



DELVYS B. DOMINGUEZ
NOTARY PUBLIC, State of Florida



FILED
MAR 13 1949
TALLAHASSEE, FLA.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE AND DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

That TOMAGI, INC., desiring to organize under the laws
of the State of Florida with its principal office, as indicated in
the Articles of Incorporation in the City of Miami, County of Dade,
State of Florida, has named Jorge Sanchez-Galarraga, located at
1313 Ponce de Leon Boulevard, Suite 301, City of Coral Gables,
County of Dade, State of Florida, as its registered agent to accept
service of process within this State.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service
of process for the above named Corporation, at the place designated
in this certificate, I hereby accept to act in this capacity, and
agree to comply with the provisions of said Act relative to keeping
said office open.



JORGE SANCHEZ-GALARRAGA
Registered Agent

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STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: ANTHONY R. CECCHINI EIN or SS#: 65-0580653
Address: 5284 S.W. 89 PL.
MIAMI, FL 33155

Amount: 163.75 Date Paid 6/13/96
Reason for claim: P95000004190 over payment

Certified true and correct this _____ day of _____, 19____.

Signature

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only

Agency recommends approval of above claim and submits the following information to substantiate the claim. Amount of recommended refund \$ 163.75

The amount requested above was originally deposited into the State Treasury as a part of the funds deposited on State Treasurer's Receipt No. 908561026 dated 6/13/96

Name of Account 45202130001453000000000010000

Statutory Authority for Collection 607

It is requested that payment be made from the following account:

NAME OF ACCOUNT: 452021300014530000000022002000

Certified true and correct this 12 day of June, 19 96

Department of State, Division of Corporations (Agency) Karen Beyer BUREAU CHIEF
(Authorized Signature and Title)

REC'D
96 JUL - 8 11 30 AM
DIVISION OF CORPORATIONS

6/18/96