

P95000009596

6 PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3084
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ABREAST, INC.
FAX AUDIT NUMBER: H95000001403
DATE REQUESTED: 02/06/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 09:45:35
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000001403))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:04:

TALLAHASSEE, FLORIDA
95 FEB -6 AM 11:22
FILED

95 FEB 07 10:45
RECEIVED

**ARTICLES OF INCORPORATION OF
ABREAST, INC.**

5

H9 500 0001463

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

ARTICLE I. NAME

The name of the corporation shall be:

ABREAST, INC.

The principal place of business of this corporation shall be:

121 S.E. 1 STREET, SUITE 401-2 MIAMI, FLORIDA 33131

FILED
95 FEB - 6 AM 11:22
TALLAHASSEE, FLORIDA

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, 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 500 shares of common stock having \$1.00 par value per share, all of one class.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 121 S.E. 1 STREET, SUITE 401-2 MIAMI, FLORIDA 33131 and the name of the initial registered agent of the corporation at that address is GERARDO A. DOMINGUEZ.

H9 500 0001463

Prepared by:

Magda Montiel Davis
2650 SW 27 AVE #304
Miami, FL 33133
FL Bar-236901
305-446-1151 B

H9 500 00014 6 3

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. FREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his/her pro rata share thereof at the price at which it is offered to others.

ARTICLES VII. DIRECTORS

This corporation shall have a board of directors consisting of no less than one director. The initial Board of Directors shall be:

WALTER RODIL, President

GERARDO A. DOMINGUEZ, Vice President

121 S.E. 1 Street, Suite 401-2 Miami, Florida 33131

ARTICLE VIII INCORPORATOR

The name and street address of the Incorporator of this corporation is: Gerardo Dominguez, 121 S.E. 1 Street Suite 401-2 Miami, Florida 33131

ARTICLE IX. AMENDMENTS

These Article of Incorporation may be amended in the manner provided by law.

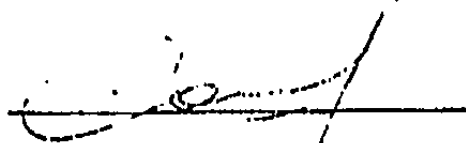
ARTICLE X. MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. The power to adopt By-Laws is reserved to the shareholders and may take the form of a shareholder agreement.

H9 500 00014 6 3

H9 500 0001463

IN WITNESS WHEREOF, We, the undersigned subscribers have hereunto set our hands and seals this 3rd day of February, 1995 for the purpose of forming this Corporation under the laws of the State of Florida.

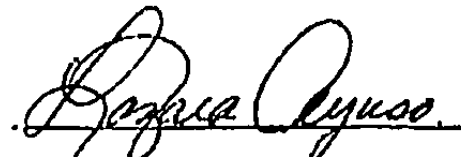

GERARDO A. DOMINGUEZ

STATE OF FLORIDA)

: SS

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this ___ day of February, 1995, by GERARDO A. DOMINGUEZ, who is personally known to me and who did take an oath.


Notary Public, State of Florida at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COM. EXPIRES FEBRUARY 22, 1996
REGISTERED UNDER CHAPTER 4100

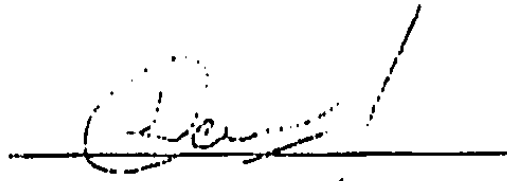
H9 500 0001463

H9 500 00014 63

ACCEPTANCE OF APPOINTMENT

The undersigned, designated registered agent in the foregoing Articles of Incorporation hereby accepts such appointment as registered agent, and states that he is familiar with and accepts the obligations provided for in Florida Statutes 607.325.

IN WITNESS WHEREOF I have hereby set my hand and seal this 3rd day of February 1995.



GERARDO A. DOMINGUEZ
REGISTERED AGENT

Prepared by:

MAGDA MONTIEL DAVIS, P.A.
2650 S.W. 27 Avenue, Suite 300
Miami, Florida 33133
Florida Bar No. 236901

FILED
95 FEB -6 AM 11:22
TALLAHASSEE, FLORIDA

H9 500 00014 63