CORPORATION INFORMATION SERVICES, INC. 1201 HAYS STREET TALLAHASSEE, FL 32301 904-222-9171 904-222-0393 FAX

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ORDER DATE: February 22, 1995

ORDER TIME : 9:46 AM

ORDER NO. : 546822

CUSTOMER NO: 83763A

CUSTOMER: John T. Prahl, Esq CARLOS & ABBOTT, PA

Suite 1150

999 Ponce De Leon Boulevard Coral Gables, FL 33134

DIVISION OF CURPORATION

DOMESTIC FILING

N95-4111

NAME:

A.D.A.M. INVESTMENT GROUP,

INC.

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY ____ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE TO THE CORPORATION

February 23, 1995

CORPORATION INFORMATION SERVICES INC. 1201 HAYS ST. TALLAHASSEE, FL 32301

SUBJECT: A.D.A.M. INVESTMENT GROUP, INC.

Ref. Number: W95000004111

Resulmut

We have received your document for A.D.A.M. INVESTMENT GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or vour filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6930.

Tim Murphy Corporate Specialist

Letter Number: 095A00008238

ARTICLES OF INCORPORATION

FILED

95 MAR 13 PH 12: 20

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

1. The name of the Corporation is:

ANDREW GREGORY INVESTMENTS, INC.

- 2. The mailing address for the corporation shall be 12727 S.W. 60th Lane, Miami, Florida, 33183.
 - 3. The period of its duration is perpetual.
- 4. The purpose is to engage in activities or business permitted under the laws of the United States and Florida.
- 5. The corporation shall have authority to issue 5,000 shares, all of one class, \$1.00 par value.
- 6. The address of it's initial registered office is 12727 S.W. 60 Lane, Miami, Florida, 33183, and the name of its initial registered agent at said address is Dan J. Dominguez..
- 7. The number of directors constituting its initial board of directors is Four (4) whose names and addresses are:

<u>NAME</u>	<u>ADDRESS</u>
Ana C. Dominguez	12727 S.W. 60 Lane Miami, FL. 33183
Dan J. Dominguez	12727 S.W. 60 Lane Miami, FL. 33183
Alexis M. Avello	3022 S.W. 134th Place Miami, FL. 33175
Monica M. Avello	3022 S.W. 134th Place Miami, FL. 33175

8. The name and address of the Incorporator is:

NAME

<u>ADDRESS</u>

Dan J. Dominguez

12727 S.W. 60 Lane Miami, FL. 33183

9. Preemptive Rights shall be as follows: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and concisions that shall be fixed by the Shareholders, such of the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

DATED this 21 day of February, 1995.

Dan J. Bominguez

STATE OF FLORIDA COUNTY OF DADE

The foregoing instrument was acknowledged by me this ___ day of February, 1995, by Dan J. Dominguez, who is personally known to me, or who produced _____ as identification and who did take an oath.

NOTARY PUBLIC

My Commission Expires:



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

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

First--that ANDREW GRECORY INVESTMENTS, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, County of Dade, State of Florida, has named Dan J. Dominguez, of 12727 S.W. 60 Lane, Miami, Florida 33183.

(Street address and number of building, post office box address not acceptable)

City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

Dan J. Dominguez