

**195000020938**  
**TRANSMITTAL LETTER**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR 13 PM 2:45

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

400001428804  
-03/14/95--01064--016  
\*\*\*131.25 \*\*\*131.25

SUBJECT: WORLDWIDE ENTERPRISES OF MIAMI, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM: EDUARDO UGARTE  
Name (printed or typed)

2055 SW 122 AVENUE, SUITE 428  
Address

MIAMI, FL 33175  
City, State & Zip

(305) 554-7608  
Daytime Telephone number

*SUD*

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**

THE UNDERSIGNED INCORPORATORS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

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**ARTICLE I NAME**

THE NAME OF THE CORPORATION SHALL BE:

**WORLDWIDE ENTERPRISES OF MIAMI, INC.**

**ARTICLE II DURATION**

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

**ARTICLE III PURPOSE**

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED, INCLUDES THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE PROVISIONS OF THE FLORIDA STOCK CORPORATION ACT.

**ARTICLE IV SHARES**

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 2000 SHARES OF COMMON STOCK WITH \$0.05 PAR VALUE DISTRIBUTED AS FOLLOWS:

EDUARDO UGARTE	95.00%	1900 SHARES
DELIA UGARTE	2.50%	50 SHARES
MARILYNN UGARTE	2.50%	50 SHARES

**ARTICLE V PRINCIPAL OFFICE**

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

2055 SW 122 AVENUE  
SUITE 428  
MIAMI, FL 33175

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

EDUARDO UGARTE  
2055 SW 122 AVENUE  
SUITE 428  
MIAMI, FL 33175

**ARTICLE VII BOARD OF DIRECTORS**

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION ARE THREE (3).

THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS MEMBERS OF THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION ARE AS FOLLOWS:

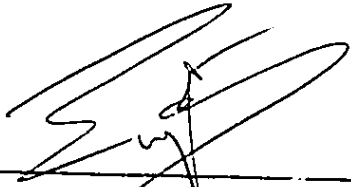
NAME		ADDRESS
EDUARDO UGARTE	<b>PRESIDENT</b>	2055 SW 122 AVE., SUITE 428 MIAMI, FL. 33175
DELIA UGARTE	<b>VICE-PRESIDENT</b>	2055 SW 122 AVE., SUITE 428 MIAMI, FL. 33175
MARILYNN UGARTE	<b>TREASURER</b>	2055 SW 122 AVE., SUITE 428 MIAMI, FL. 33175

**ARTICLE VIII INTERNAL AFFAIRS**

THE PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION SHALL BE AS SET FORTH IN THE BYLAWS.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS:

08 DAY OF MARCH, 1995

  
\_\_\_\_\_  
EDUARDO UGARTE-INCORPORATOR

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

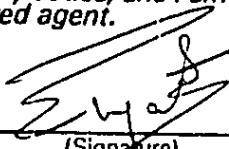
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: WORLDWIDE ENTERPRISES OF MIAMI, INC.

2. The name and address of the registered agent and office is:

EDUARDO UGARTE  
(Name)  
2055 SW 122 AVENUE, SUITE 428  
(P.O. Box not acceptable)  
MIAMI, FL 33175  
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
(Signature)  
EDUARDO UGARTE

(305) 554-7608  
(Date)

FILED  
SECRETARY OF STATE  
05 MAR 13 AM 2:45