

P95000024848

TRANSMITTAL LETTER

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

800001441128
-03/28/95--01043--004
*****78.75 *****78.75

SUBJECT: VestFund Corporation

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
Additional Copy Required

FROM: Rafael Diaz-Balart
Name (printed or typed)
501 Brickell Key Drive, Suite 500
Address
Miami, Florida 33131
City, State & Zip
305-358-8900
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 27 AM 4:07

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

KAN 3-28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

95 MAR 27 AM 4:07

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

VestFund Corporation

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**501 Brickell Key Drive, Suite 500
Miami Beach, Florida 33131**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**Class I Voting Common Stock - 250,000 Shares
Class II Nonvoting Common Stock - 750,000 Shares**

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Rafael Diaz-Balart
VestFund Corporation
501 Brickell Key Drive, Suite 500
Miami Beach, Florida 33131**

FILING FEE: \$70.00

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporations is(are):

Incorporator: Rafael Diaz-Balart
 VestFund Corporation
 501 Brickell Drive
 Suite 500
 Miami, Florida 33131

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 24 day of March, 1995.



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**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: **VestFund Corporation**

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

Rafael Diaz-Balart
VestFund Corporation

(Name)

501 Brickell Key Drive, Suite 500

(P.O. Box not acceptable)

Miami Beach, FL 33131

(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)

March 24, 1995

(Date)