

**JORGE A. SANCHEZ, P.A.**  
Certified Public Accountant

8301 Bird Road  
Miami, Florida 33155

Tel: (305) 668-8777  
Fax: (305) 668-0777

**P95000037387**

March 30, 1995

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Gentlemen,

Attached are the Articles of Incorporation for FORM & FUNCTION, INC.  
Please assign them a Corporate Certificate and Document number to allow  
them to operate in the State of Florida. A check in the amount of \$122.50 is  
enclosed to cover the application fee.

400001446604  
-04/04/95--01014--017  
\*\*\*\*122.50 \*\*\*\*122.50

Sincerely,

  
Jorge A. Sanchez, CPA

APR 6 1995 BSB

FILED  
95 APR -3 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

ARTICLES OF INCORPORATION  
OF  
FORM AND FUNCTION, INC.

FILED  
05 APR -3 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
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The name of this corporation shall be FORM AND FUNCTION, INC.

ARTICLE II  
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This corporation shall have a perpetual existence, unless sooner dissolved according to law.

ARTICLE III  
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This corporation is organized for the following general purpose: to transact any lawful business for which corporations may be organized under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business. To do such other things as are incidental, necessary or desirable in order to accomplish the foregoing.

ARTICLE IV  
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This corporation is authorized to issue One Thousand (1,000) shares of common stock, One Dollar (\$1.00) par value.

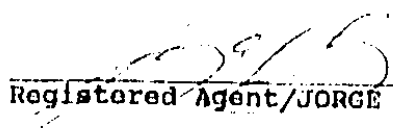
ARTICLE V  
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The street address of the corporation's principal office and mailing address is: 6361 BIRD RD. MIAMI, FL. 33155

ARTICLE VI  
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The street address of the initial registered office of this corporation is: 6361 BIRD RD. MIAMI, FL. 33155. The name of the initial registered agent of this corporation is: JORGE A. SANCHEZ. The mailing address is : 6361 BIRD RD. MIAMI, FL. 33155.

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Registered Agent/JORGE A. SANCHEZ

ARTICLE VII  
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This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation shall be Jose Cespedes, 6361 Bird Rd. Miami FL. 33155.

ARTICLE VIII  
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The name and address of the person signing the Articles of Incorporation is: JORGE SANCHEZ of 6361 Bird Rd. Miami, FL. 33155.

ARTICLE IX  
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The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X  
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This corporation shall have all corporate powers enumerated in the Florida General Corporation Act.


ARTICLE XI

The corporation may indemnify and hold any and all officers and directors harmless to the full extent permitted by law.

ARTICLE XII

This corporation reserves the right to amend or repeal any or all provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders as subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this \_\_\_\_\_ day of March, 1995.

  
JORGE A. SANCHEZ

STATE OF FLORIDA)  
                                  )ss  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared, JORGE A. SANCHEZ, to me well known to be the person who executed the foregoing Certificate of Incorporation of FORM AND FUNCTION, INC., and they have acknowledged before me that they executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me this 30 day of March, 1995.



Notary Public, State of Fla.  
at Large

My Commission Expires: