

P95000027881

IDA C. OVIES, CPA
1550 MADRUGA AVE. #408
CORAL GABLES, FLA 33146

JAYME AMERICO DE ASSIS ALCANTARA
6620 INDIAN CREEK DRIVE, STE 116
MIAMI BEACH, FLA 33141

March 22, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fla 32314

70000014403057
-04/05/95--01111--002
****122.50 ****122.50

Dear Sirs :

Enclosed find one original and a copy of the Articles of Incorporation of JAYBIRD INTERNATIONAL, INC. Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee.

Your assistance in establishing the professional corporation to be known as JAYBIRD INTERNATIONAL, INC. is appreciated.

Respectfully,

Jayme A. A. Alcantara
JAYME AMERICO DE ASSIS ALCANTARA

Registered Agent

APR 4/17/95

FILED
95 APR -5 AM 6:35
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
JAYBIRD INTERNATIONAL, INC.

FILED
95 APR -5 AM 0:35
IN CLERK OF DISTRICT COURT
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of the corporation is JAYBIRD INTERNATIONAL, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPITAL STOCK

YH: This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE 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 pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 6620 INDIAN CREEK DRIVE, STE 116, MIAMI BEACH, FLA 33141.

ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial registered agent for this corporation is JAYME AMERICO DE ASSIS ALCANTARA at 6620 INDIAN CREEK DRIVE, STE 116, MIAMI BEACH, FLA 33141.

ARTICLE VIII - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of this Corporation is:

6620 INDIAN CREEK DRIVE, STE 116
MIAMI BEACH, FLA 33141

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time , in accordance with the by-laws of the corporation , but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Jayme Americo de Assis Alcantara	6620 INDIAN CREEK DRIVE, STE 116 MIAMI BEACH, FLA 33141

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is :

JAYME AMERICO DE ASSIS ALCANTARA
6620 INDIAN CREEK DRIVE, STE 116
MIAMI BEACH, FLA 33141

ARTICLE X - BY-LAWS

The power to adopt , alter , amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director , or any former officer or director , to the full extent permitted by law.

ARTICLE XI - AMENDMENTS

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

IN WITNESS THEREOF , the undersigned subscriber has executed these Articles of Incorporation on this 22nd day of March, 1995.

Jayme A. A. Alcantara
Jayme Americo de Assis Alcantara

STATE OF FLORIDA

COUNTY OF DADE

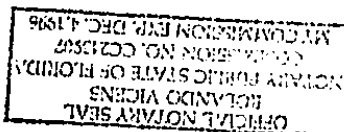
THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before me on this 22nd day of March, 1995 , by

Rolando Vicéns

Notary Public
State of Florida

Personally known to me
(or I.D. shown).

My commission expires:



95 APR -5 AM 10:35

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE 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:

JAYBIRD INTERNATIONAL, INC. desiring to organize under the
laws of the state of Florida , with its principal offices as
indicated in the Articles of Incorporation has named Jayme
Americo de Assis Alcantara, at 6620 Indian Creek Drive, Ste 116
Miami Beach, Fla 33141 as its Agent to accept service of process
within the State.

ACKNOWLEDGEMENT

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

By: Jayme A. de Assis Alcantara
Jayme Americo de Assis Alcantara