

STATE OF FLORIDA

409 EAST GAINES STREET IALLAHASSEE, FL 32399

FAX: (904) 922-4000

SUITE 200

MIAMI FL 33135-CONTACT: HAY STORMONT PHONE: (305) 541-3694 FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

(((H95000005418))) NAME: HOME VISION CORPORATION CURRENT STATUS: REQUESTED

FAX AUDIT NUMBER: H95000006418 TIME REQUESTED: 10:59:39 CERTIFICATE OF STATUS: 0 DATE REQUESTED: 05/15/1995

CERTIFIED COPIES:

NUMBER OF PAGES: 9 ESTIMATED CHARGE: \$122.50

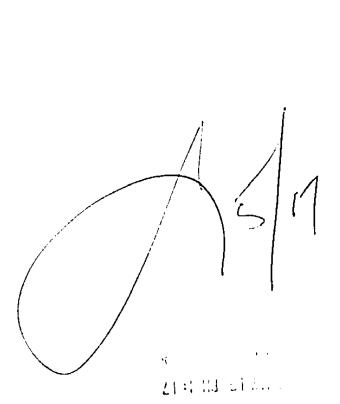
METHOD OF DELIVERY: FAX ACCOUNT NUMBER: 072450003255

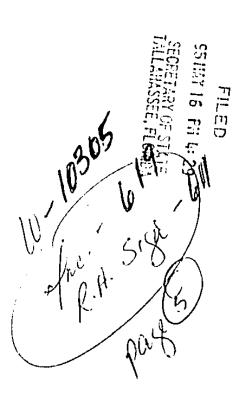
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations, Your document cannot be processed without the information contained on this page. Remember to type the Fax Audi number on the top and bottom of all pages of the document.

(((H95000005418))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND (CR):

Holp Ft Option Menu F2

NUM GAPS Connect: 00:12







FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 15, 1995

EMPIRE CORPORATE KIT COMPANY

HIAHI, PL

SUBJECT: HOME VISION CORPORATION

REF: H95000010305

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain written acceptance by the registered agent. (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole Corporate Specialist FAX Aud. #: R95000005418 Letter Number: 895A00024988

Division of Corporations - P.O. Box 6327 - Tallahasses, Florida 32314



Secretary of State

May 16, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: HOME VISION CORPORATION

REF: W95000010305

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please accept our apology for failing to mention this in our previous letter.

PLEASE RE-FAX PAGE 5.

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

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole Corporate Specialist

FAM Aud. #: H95000005418 Letter Number: 995800025197

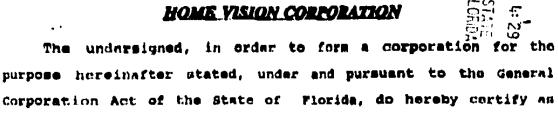
Division of Corporations - P.O. Box 6327 - Tallahasses, Florida 32314

follows.

ABTICLES OF INCOMESSATION

Œ

HOME VISION CORPORATION



ARTICLE I

NAME

The name of this corporation is: HOME VISION CORPORATION

ARTICLE II

PURPOSE

The general nature of the business to be transacted by this corporation shall be:

- Import, Export and Trading
- To purchase, exchange, hire, or otherwise acquire such 8) personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hirad, or acquired.

JOHN M. MACDANIEL, P.A. ONE MISCAYNE TOWER, SUITE 2975 TWO SOUTH BISCAYNE BLVD. MIAMI, PLANKIDA 33131 PLORIDA BAR # 200832 (305) 374-0700

- C) To orest, construct, maintain, improve, rebuild, enlarge, after, manage, and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, bungalows, atores, offices, warehouses, mill, shops, factories, machinery and plants, and any and all structures and erections which may at any time necessary, useful, or advantageous in the judgment of the Board of Directors, for the purpose of the Corporation, and which can lawfully be done.
- D) To soll, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise encumber the lands,
- E) To borrow money with or without pledge of or mortgage on all or any of its property, real or personal, as security and to loan and advance money upon mortgages on personal or real property or on either of them.
- payment thereof, bonds and mortgages and other like assurities and other kinds of property, whether real or personal, not prohibited or specifically excepted by law, and to do and prosecute any facts or things incidents to or proper in connection with the carrying on of the business of the corporation.
- G) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of the wheres of capital stock, bonds, debentures, or other evidence of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to issue in exchange therefore its own

stock, honds, and other obligations.

H) To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will, rights, association of any person, firm, association of corporation carrying on any kind of husiness the same as or of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of these Articles of Incorporation.

- I) To all such acts and things as are incident or conducive to the presises.
- J) This Corporation shall have the power conduct its business in all its branches in the State of Florida, or in any other State or States or territories of the United States, or in the District of Colombia, and the dependencies of the United States of in foreign countries, and ultimately to do all acts and things and to exercise all the powers now or hereafter authorized by law necessary to carry on the business of said corporation, or to promote any of the subjects or objects for which the corporation if formed.
- K) The foregoing enumeration of any or all or a combination of either of the specific powers lettered a) through j) both inclusive, shall not be held to limit or restrict in any manner the general powers of the corporation and therefore, the corporation my engage in any lawful act or activity for which corporations may be organized under the General Corporation Act of the State of Florida.

ARTICLE III

DURATION

This Corporation shall have perpetual existence.

ARTICLE IX

CAPITAL STOCK

The maximum number of shares of stock that this corporation is nuthorized to issue at any time is 100 shares, \$1.00 per value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or survices actually performed for the corporation, at just valuation to be fixed by the stockholders or by the Directors at a mosting called for such purposes.

ARTICLE Y

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in *One Blacayne Tower*, Saile 2975, Two South Biscayne Boulevard, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is John M. MacDaniel, Require.

ARTICLE YI

BOARD OF IMBECTURS

This corporation shall have MO Director initially. The number of directors may either increased or diminished form time to time by the By-Laws, but shall never be less than one.

ARTICLE YII

OPFICERS

The Corporation shall have a President, and may also have one or more additional Vice-Presidente, Assistant Secretaries, and Assistant Treasures, and such other officers and agents as may deemed necessary.

All other officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws. The sume person may hold two or more offices.

ARTICLE YIII

INCORPUBATOR

The name and address of the person signing these articles is:

<u> IULIO CESAR GUTIBREBZ</u> Calle 51 No. 2257 Necother, 7630 Proyencia de Buenos Aires, Argentina

5

OΤ

ARTICLE IX

AMENDMENTS

The Corporation reserves the right to seend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTYCLE X

PRINCIPAL OFFICE

At present, the principal office of the corporation is: 2333

Brickell Avenue, Saite 2512, Missel, Florida 35129.

IN WITHRES WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 22 day of 999, 1995,

_

STATE OF MORIDA) COUNTY OF DADE)

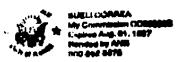
herore we, a Notery Public duly authorized to take acknowledgments in the state and county set forth above, personally appeared JULIO CRSAR GUTIKRERZ before me and known by me to be the person who executed the foregoing articles of incorporation and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF I have hereunto not my hand and affixed my orrigin; enal, in the state and county aforemaid, on this $\frac{12^{7H}}{}$

day of May , 1995.

NUTARY PUBLIC, Blate of Morida

My Commission Expires:



Personally Known OR Produced Identification _____

CRRTIFICATE DESIGNATING PLACE OF BUSINESS OF DUMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE AND MANAGING AGENT UPON WHOM PROCESS MAY BE RERVED.

In pursuance of Chapter 46.091, Florida Statutes, the following is submitted in compliance with said Act:

First that: <u>HOME VISION CORPORATION</u>, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the county of **DADE**, State of Florida, has named John M. MacDaniel, Esquira, located at One Biscayne Tower, Suite 2975, Two South Biscayne Boulevard, Miami, Florida, as its Registered Agent to accept service or process within this State.

ACKNOWLEDGEMENT:

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

> JOITH M. MACDANIRL, Esquire Registered Agent.

95 IIAY 16 PH 4: 29 SECRETARY OF STATE TALLAHASSEE, FLORINA