

P95000041259

LAW OFFICES
SANFORD FREED
BISCAYNE BUILDING
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

TELEPHONE 374-7661
AREA CODE 305

May 18, 1995

Secretary of State
State of Florida
Corporations Division
Tallahassee, Florida

RE: BURSAPK OF FLORIDA, INC.

Dear Sir:

Enclosed please find original and one copy of proposed Articles of Incorporation for the above named corporation, together with Certificate of Registered Agent. Please stamp copy and return in self-addressed stamped envelope enclosed for that purpose. Also find my check in the sum of \$70.00 to cover cost of same.

Very truly yours,


SANFORD FREED

enc.
SF/jlg

800001496418
-05/23/95--01053--012
*****70.00 *****70.00

5/25

ARTICLES OF INCORPORATION
OF
BURSAFE OF FLORIDA, INC.

The undersigned Incorporator, for the purpose of forming corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
CORPORATE NAME

The name of the corporation shall be **BURSAFE OF FLORIDA, INC.**

ARTICLE II
NATURE OF CORPORATE BUSINESS

The corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of 1,000 shares of one class common stock having no par value. All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors.

ARTICLE IV
PRINCIPAL OFFICE

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

1800 N.E. 114th Street
Suite 811
North Miami, Florida 33181

ARTICLE V
INITIAL REGISTERED OFFICE

The name and address of the initial Registered Agent is:

SANFORD FREED, ESQUIRE
404 Biscayne Building
19 West Flagler Street
Miami, Florida 33130

ARTICLE VI
DIRECTORS

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that this corporation be managed by the shareholders. The name and address of the sole director of this corporation, who shall hold office for the first year or until his successor is duly elected and qualified, shall be:

RAMIRO URIBE
1800 N.E. 114th Street
Suite 811
North Miami, Florida 33181

ARTICLE VII
NAME OF INCORPORATOR

The name and address of the Incorporator is:

SANFORD FREED, ESQUIRE
404 Biscayne Building
19 West Flagler Street
Miami, Florida 33130

ARTICLE VIII
INDEBTEDNESSES

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. This corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to this corporation.

ARTICLE IX
CORPORATE INDEMNIFICATION

By duly adopted action by the Board of Directors, this corporation may indemnify and/or insure any and all of its directors or officers or former directors or officers, or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock, or of which it is a creditor, to the extent permissible by law, now existing or hereinafter enacted,

including, without limitation, the expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties or a party by reason of being or having been directors or officers, or a director or officer of this corporation, or of such other corporation, except in relation to matters as to which any such director or officer, or former director or officer or person, shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreements, votes of stockholders or directors, Chapter 607, Florida Statutes, or otherwise.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the

facts herein set out are true, and executes these Articles
of Incorporation.

DATED: *5/18/95*

[Signature]
SANFORD FREED
Incorporator

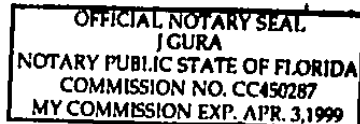
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
SANFORD FREED, personally known by me and to me known to be
the person described in, and who executed the foregoing
Articles of Incorporation, and he acknowledged before me
that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the County and State
named above, this *18* day of May, 1995.

[Signature]
NOTARY PUBLIC
State of Florida at Large

My commission expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:

BURSAFE OF FLORIDA, INC.

2. The name and address of the Registered Agent/Office is:

SANFORD FREED, ESQUIRE
404 Biscayne Building
19 West Flagler Street
Miami, Florida 33130

DATED: 5/18/95


SANFORD FREED
Incorporator

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.

DATED: 5/18/95


SANFORD FREED