

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-224-0171  
904-224-0193 FAX

800-342-086

*9500045114*



ACCOUNT NO. : 072100000032

REFERENCE : 613641 *Patricia Patricia Pzyub* 4656A

AUTHORIZATION :

CDST LIMIT : 9 122.50

ORDER DATE : June 12, 1995

ORDER TIME : 9:20 AM

ORDER NO. : 613641

CUSTOMER NO: 4656A

CUSTOMER: Linda Laorea, Legal Assistant  
GREENBERG TRAUERIG HOFFMAN  
LIPOFF ROSEN & WUENTEL, P. A.  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC FILING

NAME: WEST DADE INVESTMENT GROUP,  
INC.

XXXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph

EXAMINER'S INITIALS:

T. BROWN JUN 12 1995

FILED  
95 JUN 12 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
WEST DADE INVESTMENT GROUP, INC.

FILED  
95 JUN 12 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of this Corporation is **WEST DADE INVESTMENT GROUP, INC.** and its mailing address is c/o Amada Lopez-Cantera, P.A., 1040 S.W. 1st Street, Miami, Florida, 33131.

ARTICLE II  
NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE III  
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$.01 par value common stock, which shall be designated "Common Shares."

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is c/o Greenberg, Traurig, Hoffman, Lipoff, Rosen & Quentel, P.A., 1221 Brickell Avenue, Miami, Florida, 33131, and the name of the initial registered agent of this Corporation is Pedro A. Martin, Esq.

ARTICLE VI  
INITIAL DIRECTORS

The Corporation shall initially have two directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
CARLOS C. LOPEZ-CANTERA	7401 West 7th Street Miami, Florida 33126

ARTICLE VII  
DIRECTOR QUORUM AND VOTING

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

ARTICLE VIII  
VOTING REQUIREMENTS FOR SHAREHOLDERS

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation.

ARTICLE IX  
CLASSES OF DIRECTORS

The By-Laws of this Corporation may provide that the directors be divided into not more than four classes, as nearly equal in number as possible, whose terms of office shall

respectively expire at different times, provided that no such term shall continue longer than four years and provided further that at least one-fifth in number of the directors shall be elected annually.

**ARTICLE X**  
**AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

**ARTICLE XI**  
**POWERS**

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

**ARTICLE XII**  
**DIVIDENDS**

Dividends payable in shares of any class may be paid to the holders of shares of any other class.

**ARTICLE XIII**  
**INDEMNIFICATION**

This corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the fullest extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

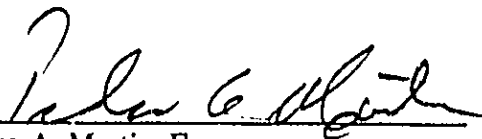
ARTICLE XIV  
INCORPORATOR

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

Pedro A. Martin, Esq.

Greenberg, Traurig, Hoffman,  
Lipoif, Rosen & Quentel, P.A.  
1221 Brickell Avenue  
Miami, Florida, 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles  
of Incorporation on this 7th day of June, 1995.

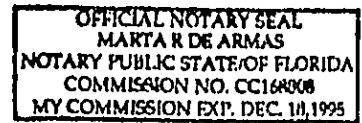
  
Pedro A. Martin, Esq.

ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF DADE  
NOTARY PUBLIC  
SEAL OF OFFICE:

) On this the 7th day of June, 1995, before me, the  
) undersigned Notary Public of the State of Florida,  
) personally appeared Pedro A. Martin, Esq., and whose  
name is subscribed to the within instrument, and  
he acknowledged that he executed it.

WITNESS my hand and official seal.



*Marta R. De Armas*  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

Marta R. De Armas  
\_\_\_\_\_  
Print or Type Name of Notary Public

My Commission Expires:

Personally known to me, or  
 Produced identification: \_\_\_\_\_

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

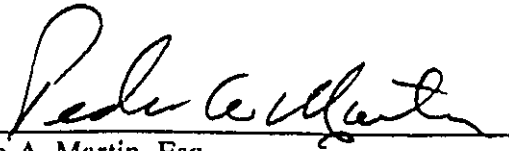
**WITNESSETH**

That **WEST DADE INVESTMENT GROUP, INC.**, desiring to organize under the laws of the State of Florida, has named Pedro A. Martin, Esq., Greenberg, Traurig, Hoffman, Lipoff, Rosen & Quentel, P.A., 1221 Brickell Avenue, Miami, Florida, 33131, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 7th day of June, 1995.

  
Pedro A. Martin, Esq.  
Registered Agent

**FILED**  
95 JUN 12 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# PA 5000045114

**CAPITAL CONNECTION INC.**  
 417 E. Virginia Ave., Suite 1, Tallahassee, FL 32301 (904) 224-1222  
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

FILE: Westside Investment Group, Inc.

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*Amend  
 7/10*

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input checked="" type="checkbox"/> Art. of Amend. File		
Disolution/Withdrawal		
C U S -	200001533352	
Fictitious Name File	****\$87.50	****\$87.50
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		
<b>SUBTOTALS</b>		

95 JUL 10 PM 1:43  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 DIVISION OF CORPORATION  
 FILED  
 RECEIVED  
 95 JUL 10 AM 1:00

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<u>PAK</u>	_____	_____

WALK-IN Will Pick Up 7:10 P.M.

FEE.....	
DISBURSED.....	
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 THANK YOU from



**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
WEST DADE INVESTMENT GROUP, INC.  
(a Florida corporation)**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

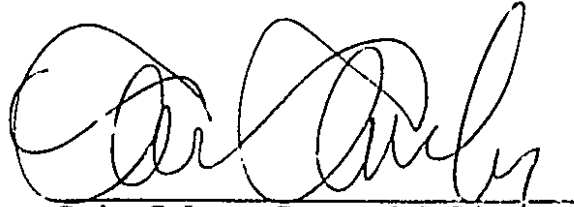
**FIRST:** Article VI is hereby amended so that this corporation shall have only one initial director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
CARLOS C. LOPEZ-CANTERA	7401 West 7th Street Miami, Florida 33126

**SECOND:** The date of the adoption of this amendment is July 6, 1995.

**THIRD:** Pursuant to Section 607.1005, this amendment was approved by the sole director of the corporation without shareholder action, and shareholder action was not required.

Signed this 6th day of July, 1995.



Carlos C. Lopez-Cantera, Sole Director

FILED  
95 JUL 10 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA