

P95000046992

June 6, 1995

Fla Dept of State
Division of Corporation
P.O. Box 6327
Tallahassee, Fla

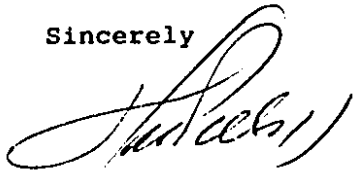
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****122.50 ****122.50

Gentlemen:

I would like to form a Corporation under the name of
THE PELLON GROUP INC.

Enclose is a check for \$122.50 for fee of incorporation

Sincerely



H.J. Pellon

JUN 16 1995 BSB

FILED
95 JUN 13 PM 12:03
DIVISION OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED
95 JUN 13 PM 12:04
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, heroby associate ourselves together for the purpose of becoming a corporation under the law of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporation for profit.

ARTICLE 1, NAME

The name of this corporation shall be:

THE PELLON GROUP Inc

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United State and of the State of Florida.

That the present main business of the corporation is as follows: REAL ESTATE BUSINESS

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time, Five hundred (500) Shares of common stock, One Dollars (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with wich this Corporation will begin business will not be less than Five Hundred (\$500) Dollars

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial Street address in this State of Florida of the principal office of the Corporation shall be:

4545 N.W. 7th Street, Suite #10

Miami, Florida 33126

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII, DIRECTORS

This corporation shall have (1) directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of this having heretofore being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against or be

reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of this duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of directors or the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such member thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or or officer of such other corporation or is so interested

may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote there at to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII, INITIAL DIRECTORS

The name and addresses of the first board of Directors and of the officers, who, subject to the provision of these Articles of Incorporation, By-Laws of this Corporation, and the corporation laws of the State of Florida, shall hold office the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

NAME	TITLE	ADDRESS
Humberto J. Pellon	President	4545 N.W. 7th St. Suite #10 Miami, Fla. 33126

ARTICLE IX, INCORPORATORS

The names and addresses of each incorporators of these Articles of Incorporation are as follows:

NAME	ADDRESS
Humberto J. Pellon	2899 Collins Ave #1033 Miami, Beach. Fl 33140

ARTICLE X. OFFICERS

The officer of this corporation shall be a President, one or more Vice-President, a Secretary and Trasurer, and such other officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors.

ARTICLE XI, AMENDMENT

This Corporation reserves the right to amend, alter change or repeal any provision contained in these Article of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred or stockholders herein granted subject to this reservation.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

95 JUN 13 PM 12:04

DALE
TALLMANS, FLORIDA

Persuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the law 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:

THE PELLON GROUP Inc.

2.- The name and address of the registered agent and office is:

NAME

Humberto J. Pellon

ADDRESS (P.O. Box not acceptable)

4545 N.W. 7th Street, Suite #10
Miami, Florida 33126

Signature:


HUMBERTO J. PELLON

Title: President

Date: 6-10-95

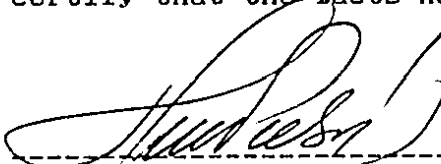
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature:


Humberto J. Pellon

Date: 6-10-95

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have hereunto set our hands and seals this 10 day of 1995 1995, for the purpose of forming this Corporation under the Laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


----- (Seal)
Humberto J. Pellon

STATE OF FLORIDA)

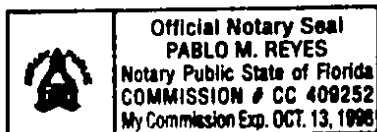
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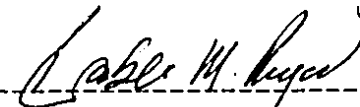
COUNTY OF DADE)

BEFORE ME, personally appeared

known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed same freely and voluntarily for the purpose herein stated.

WITNESS my hand and official seal at Miami, Dade County Florida, this 10 day of June 1995





Notary Public
State of Florida at large.

My commission expires:

P95000046992

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1997

THE PELLON GROUP INC
2503 SW 8TH ST
MIAMI, FL 33135 US

SUBJECT: THE PELLON GROUP INC
Ref. Number: P95000046992

Debit Memo #: 8397-AA

This is to inform you that check #1284 in the amount of \$165.00 submitted with the annual report for THE PELLON GROUP INC has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

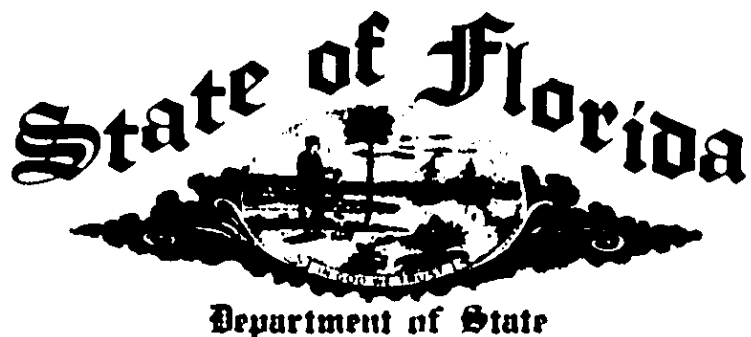
Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after July 30, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 097A00029300



CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for THE PELLON GROUP INC, a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of August 12, 1997 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P95000046992.

P95000046992

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twelfth day of August, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State