

H95000053704

TO: ELECTRONIC FILING COVER SHEET
FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-0000
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: JOELI CORPORATION
FAX AUDIT NUMBER: H95000007720
DATE REQUESTED: 07/12/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 12:34:18
CERTIFICATE OF STATUS: 0
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 Audit number on the top and bottom of all pages of the document.

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FILED
JUL 15 1995
CORPORATION DIVISION

[Handwritten signature]
7/12

95 JUL 12 PM 1:48
CORPORATION DIVISION

B & L Business
141 N.E. 3rd Ave. # 201
Miami, FL 33132
(305) 373-6211
EVIAN NORONHA

ARTICLES OF INCORPORATION OF

H950000077 20

ARTICLE I - NAME

The name of this corporation is: JOELI CORPORATION

with the principal place of business located at:

141 NE 3rd AVE S. 205
MIAMI FL 33132

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar par (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE

The street address of the registered office of this corporation is:

141 NE 3rd AVE S. 205
MIAMI FL 33132

The name of the initial Registered Agent of this corporation is:

JOE MENEZES

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 02 director(s) initially. 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 (1). The initial director(s) of this corporation :

JOE MENEZES - PRESIDENT
ELIANE MENEZES - SECRETARY

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

JOE MENEZES
141 NE 3rd AVE S.205
MIAMI FL 33132

ARTICLE VIII - INDEMNIFICATION

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

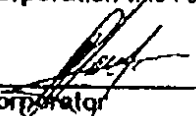
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE X - BY LAWS

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10 day of JULY of 19 95



Incorporator

H95000077 20

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STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared JOE MENEZES

known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 10th day of JULY , 19 95 .

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



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

WITNESSETH:

That **JOELI CORPORATION** dealing to organize under
the laws of the State of Florida, which will have its principal office in the County of Dade,
State of Florida, has appointed **JOE MENEZES**
as its agent to accept service of process within the state.

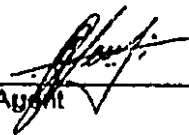
ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of **JOELI CORPORATION**

to accept service of process for the above stated corporation, at the place designated in
this certificate, I hereby agree to act in the capacity of Registered Agent for said
corporation, and agree to comply with the applicable provision of the Florida Statutes,
this 10th day of **JULY**, 19 **95**.

H950000077 20

Registered Agent



FILED
JUL 13 1995
1995-0020-00001

P95000053704

EMPIRE CORPORATE KIT COMPANY PUBLIC ACCESS SYSTEM P.02-03

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

(((H96000012513 3)))

TO: DIVISION OF CORPORATIONS FAX #: (804)922-4000
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT FAX #: (305)541-3770
PHONE: (305)541-3894

NAME: JOEL CORPORATION
AUDIT NUMBER.....H96000012513
DOC TYPE.....DISSOLUTION
CERT. OF STATUS..0 PAGES..... 2
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

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FILED
56 SEP -9 PM 4: 22
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 9, 1996

JOELI CORPORATION
141 N.E. 3RD AVE.
S. 205
MIAMI, FL 33132

SUBJECT: JOELI CORPORATION
REF: P95000053704

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

The document must state either: (1) None of the corporation's shares have been issued OR (2) The corporation did not commence business.

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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000012513
Letter Number: 496A00041842

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is JOELI CORPORATION

SECOND: The articles of incorporation were filed on 07 - 12 - 1995.

THIRD: (check one)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (check one)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 6TH day of SEPTEMBER, 19 96.

Signature

[Handwritten Signature]
(By an incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

JOE MENEZES

(Typed or printed name)

DIRECTOR

(Title)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 SEP -9 PM 4: 22
FILED

PREPARED BY:
ELVANE BECHTINGER
R. A. L. BUSINESS LEGAL, INC
141 N.E. 3RD AVE SUITE 900
MIAMI FL 33132 (305) 373-6211
FAX: (305) 373-7207

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