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LAW OFFICE OF
J. BRUCE HOFFMANN
5015 PONCE DE LEON BOULEVARD
SUITE 60
CORAL GABLES, FLORIDA 33146
TEL / FAX (305) 666-8877

C. Gables

July 17, 1995

Secretary of State of Florida
409 E. Gaines Street
Tallahassee, Florida 32399

RECEIVED
JUL 20 1995

RE: Filing Articles of Incorporation of
TEAMWORK DEVELOPMENT, INC.
Our File No.: 173A

Ladies/Gentlemen:

Enclosed herewith please find the original Articles of Incorporation of Teamwork Development, Inc. for purposes of filing with your office for the establishment of this corporation. Also enclosed is a duplicate copy of such Articles together with our office check in the amount of \$337.50 for the \$250.00 filing fee, the \$35.00 charged for Designation of Registered Agent and \$52.50 for an optional certified copy of the Articles. No Certificate of Status is needed.

If you should have any questions or comments concerning the foregoing, please contact the undersigned at the above telephone number.

Sincerely yours,

J. Bruce Hoffmann

JBH:il
Enclosure

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7/20/95
JD

ARTICLES OF INCORPORATION
OF
TEAMWORK DEVELOPMENT, INC.

ARTICLE I
CORPORATE NAME

The name of this corporation shall be:

TEAMWORK DEVELOPMENT, INC.

ARTICLE II
DURATION

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III
PURPOSE

This corporation, through its officers and employees shall be authorized to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue a maximum of Five Thousand (5,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

This corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

J. BRUCE HOFFMANN
5915 Ponce de Leon Boulevard
Suite 60
Coral Gables, Florida 33146

ARTICLE VI
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the corporation shall have two (2) initial Directors.

ARTICLE VII
INITIAL DIRECTORS

The names and post office addresses of the Initial Directors of the Corporation are:

John Moll
420 S. Dixie Highway
Suite 2L
Coral Gables, Florida 33146

Afif Chanouha
420 S. Dixie Highway
Suite 2L
Coral Gables, Florida 33146

The first Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII
INCORPORATORS


The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

J. Bruce Hoffmann
5915 Ponce de Leon Blvd.
Suite 60
Coral Gables, Florida 33146

ARTICLE IX
INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17 day of July, 1995.



J. Bruce Hoffmann
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared J. BRUCE HOFFMANN, to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, said County and State, this 17th day of July, 1995.

My commission expires _____
Notary Public, State of Florida
at Large

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
ACCEPTANCE OF REGISTERED AGENT OF DESIGNATION**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That TRADEMARK DEVELOPMENT, INC. is qualified to do business under the laws of the State of Florida with its principal office at 420 S. Dixie Highway, Suite 2L, Coral Gables, Florida 33146 and has appointed:

J. BRUCE HOFFMANN

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 accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

J. Bruce Hoffmann
J. BRUCE HOFFMANN
Registered Agent