P95000058779

Sundale Research
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(Address)
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(City, State, Zip) (Phone #)

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95 JUL 31 AM 11:32

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Strategic Corporate Brokerage, Inc.
(Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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[ ] Mail out [x] Will wait [ ] Photocopy [ ] Certificate of Status

NEW FILINGS	
✓	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

D. BROWN JUL 3 1 1995

CR2E031(10/92)

ARTICLES OF INCORPORATION
OF
STRATEGIC CORPORATE BROKERAGE, INC.

ARTICLE I - NAME

The namo of this Corporation is STRATEGIC CORPORATE BROKERAGE, INC. and its address is c/o GR, Shutts & Bowen, 201 S. Biscayne Boulevard, 1500 Miami Center, Miami, Florida 33131.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of one ($.01) penny par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

NAME	ADDRESS
OSWALDO J. LAIRET	5520 Woodmont Street Pittsburgh, PA 15217

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Geoffrey Randall and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of July, 1995.

Geoffrey Randall, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 28th DAY OF JULY, 1995.

CORPORATION COMPANY OF MIAMI

By______________________________
JILL B. ZAMMAS, Assistant Secretary
for CORPORATION COMPANY OF MIAMI
(Registered Agent)

MIA95 5208.1 - JBZ

P95000058779

Requestor's Name

Address

City/State/Zip Phone #

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-09/05/96--01079--003
*****87.50 *****87.50

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(Corporation Name) (Document #)

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3. (Corporation Name) (Document #)

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TALLAHASSEE, FLORIDA

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NEW FILINGS	
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X	Amendment
	Resignation of R.A., Officer/ Director
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DIVISION OF CORPORATIONS

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
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	Trademark
	Other

8/28/96

Examiner's Initials	

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

STRATEGIC CORPORATE BROKERAGE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is Strategic Corporate Brokerage, Inc.

ARTICLE II

The following resolution was adopted by the sole shareholder and sole director of this Corporation:

> "RESOLVED, that Article I of the Corporation's articles of incorporation be amended to read as follows: "The name of the Corporation is Macizo Group, Inc. and its address is 3740 Douglas Road, Miami, Florida 33133."

ARTICLE III

The foregoing resolution consenting to the amendment of this Corporation's articles of incorporation was adopted on August 15, 1996.

ARTICLE IV

The number of shareholder votes cast approving the above-described amendment to this Corporation's articles of incorporation was sufficient for approval of the amendment.

Oswaldo J. Lairet, President
and Chief Executive Officer

MIA95 89507.1 GR

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

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1996

DOCUMENT # P95000058779

REINSTATEMENT 1996

STRATEGIC CORPORATE BROKERAGE, INC.

201 S. Biscayne Blvd. c/o GR 1600 Miami Center Miami, FL 33131	201 S. Biscayne Blvd. c/o GR 1600 Miami Center Miami, FL 33131

3. Date Incorporated or Qualified: 7/31/95 | 3a. Date of Last Report

4. FEI Number — [X] Applied For [ ] Not Applicable

5. Certificate of Status Desired [ ] $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [ ] $5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes. [ ] Yes [X] No

	2. Principal Place of Business	2a. Mailing Address
Street	21 3740 Douglas Road	26 3740 Douglas Road
Suite, Apt. #, etc.	22 —	27 —
City & State	23 Miami, Florida	28 Miami, Florida
Zip	24 33133	29 33133
Country	25 USA	30 USA

9. Name and Address of Current Registered Agent

Corporation Company of Miami
201 S. Biscayne Blvd.
1600 Miami Center
Miami, FL 33131

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE SEE ATTACHED DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D LAIRET, Oswaldo J. 5520 Woodmont Street Pittsburgh, PA 15217 [ ] DELETE	1 TITLE 1 NAME 1 STREET ADDRESS 1 CITY-ST-ZIP	D,P,S,T LAIRET, Oswaldo J. 3740 Douglas Road Miami, Florida 33133 [X] Change [ ] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[ ] DELETE	2 TITLE 2 NAME 2 STREET ADDRESS 2 CITY-ST-ZIP	500001939965 -09/05/96--01079--004 ****375.00 ****375.00 [ ] Change [ ] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[ ] DELETE	3 TITLE 3 NAME 3 STREET ADDRESS 3 CITY-ST-ZIP	[ ] Change [ ] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[ ] DELETE	4 TITLE 4 NAME 4 STREET ADDRESS 4 CITY-ST-ZIP	[ ] Change [ ] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[ ] DELETE	5 TITLE 5 NAME 5 STREET ADDRESS 5 CITY-ST-ZIP	[ ] Change [ ] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	[ ] DELETE	6 TITLE 6 NAME 6 STREET ADDRESS 6 CITY-ST-ZIP	[ ] Change [ ] Addition

14. [illegible] Section 119.07(1)(i), Florida Statutes. [illegible] the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and [illegible]

SIGNATURE: , Director 8/21/96

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (12/95)

ATTACHMENT TO 1996 ANNUAL REPORT OF STRATEGIC CORPORATE BROKERAGE, INC.

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purposes of changing its registered office or registered agent or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

CORPORATION COMPANY OF MIAMI

By: Jill B. Zammas
Jill B. Zammas, Assistant Secretary
(Registered Agent)

MIA95 91278.1 - JBZ

Sunstate Research
Requestor's Name

Address

City/State/Zip Phone #

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X	Reinstatement
	Trademark
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CR2E031(1/95)