P95 00006/880 LAYARUS CORPORATE INDUSTRIES, INC. (Requestor's Norted)

(Requestor's Norms)	
890 S.W. 87 AVENU		
MIAM1, FLORIDA 33174 (305)552-5973 (City, State, Zip) (Phone #)		OFFICE USE ONLY
LOCAL REPRESENTAT	TVE TALLAHASSEE	
(904) 385-6715		4 000000 1 806 1 81 4 -08/16/9501003007 ++++78, 75
CORPORATION NAM	E(S) & DOCUMENT NUMI	BER(S) (if known):
1. TOUCH	1 miAmi, In	· C. ,
		(Dagument #)
2. (Carporada	n Namal	(Dacument #)
3.		(Boodinana,
(Corporation Name)		(Document #)
4,		
4. (Corporation Name)		(Uocument #)
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Mail out W	fill wait Photocopy	Certificate of Status
NEW FILINGS	AMENDMENTS	
✓ Profit	Amendment	
NonProfit	Resignation of R.A., Officer/	Director
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	~ ×~
Other	Merger	Director Stall
OTHER FILINGS	REGISTRATION/ OUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	\mathcal{P}
Name Reservation	Reinstatement	
į	Trademark	Examiner's Initials
i	Other	\

CR2E031(10/92)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 28, 1995

LAZARUS

MIAMI, FL

SUBJECT: TOUCH MIAMI, INC. Ref. Number: W95000015244

We have received your document for TOUCH MIAMI, INC. and check(s) totaling \$78.75. However, your check(s) and document are being returned for the following:

The name you are requesting is unavailable, since it has been reserved by anoth it individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

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) 487-6903.

Nancy Hendricks Corporate Specialist

Letter Number: 095A00035928



April 14, 1995

OSCINETWORKS

The name TOUCH MIAMI, INC. has been reserved for 120 days beginning April 14, 1995. The reservation number is P95000001667 and this reservation is NONRENEWABLE.

A recervation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filled as the entity name.

The Division of Corporations is a ministerial filling office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Flotilious Name Act).

if someone else submits the document for filling, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 395A00017109

THE PERSON WAS TO SELECT THE PROPERTY OF THE PERSON OF THE

ARTICLES OF INCORPORATION OF TOUCH MIAMI, INC.

The undersigned, acting as incorporator of Touch Miami, Inc. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is: Touch Miami, Inc. The principal place of business of this corporation shall be:

2222 Ponce De Leon Boulevard, PH #2 Coral Gables, Florida 33134

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of receipt and acknowledgment of these Articles of Incorporation.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The nature of the business or purposes to be conducted or promoted is to engage in any and all lawful act of General Corporation Law of Florida, including without limitation the ability to and engage in all other matters incident thereto.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100,000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name of the corporation's initial registered agent is Juan R. Hernandez and the street address of the initial registered office is 2222 Ponce De Leon Boulevard, PH #2 Coral Gables, Florida 33134.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

Juan R. Hernandez

2222 Ponce De Leon Boulevard, PH #2 Coral Gables, Florida 33134

ARTICLE VIL INCORPORATOR

The name and street address of the incorporator is:

Juan R. Hernandez 2222 Ponce De Leon Boulevard, PH #2 Coral Gables, Florida 33134

ARTICLE VIII, BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaws are not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

AS REGISTERED ACCEPTANCE OF APPOINTMENT AGENT

Having been named as registered agent for Touch Miami, Inc. at the place designated in said articles of incorporation, I, hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Juan R. Hernandez.

Incorporator

0061880 THE UNITED STATES COMPORATION

ACCOUNT NO. : 072100000032

4303929 REFERENCE : 415079

COST LIMIT : \$ 35.00 Tatucia. 1 gyola AUTHORIZATION

ORDER DATE : June 4, 1997

ORDER TIME : 9:15 AM

ORDER NO. : 415079

COMPANY

4303929 CUSTOMER NO:

CUSTOMER: Ms. Sheryl_C. Vainstein Greenberg Traurig Hoffman

22nd Floor

Miami, FL 33131-3238

CHANGE OF AGENT

TOUCH MIAMI, INC. NAME:

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY (2)

CONTACT PERSON: Kathy Drake

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Sandra B. Mortham, Secretary of State FLORIDA DEPARTMENT OF STATE - Division of Corporations Tallahassee, Florida 32301

STATEMENT OF CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of §607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of FLORIDA, submits the following statement in order to change its registered agent and registered office in the State of Florida.

- The name of the corporation is: TOUCH MIAMI, INC. 1.
- Date of filling: August 10, 1995 Document # P950000061880 1a.
- The name and address of the current registered agent and office is: 2.

Juan R. Hernandez, 2222 Ponce de Leon Boulevard, PH#2, Coral Gables, Florida 33

The name and address of the **new** registered agent and office is: 3.

Juan P. Loumiet, Esq. 1221 Brickell Avenue, Miami, I lorida 33131

The street address of its registered agent and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its Board of Directors as of the 3rd day of June, 1997.

TOUCH MIAMI, INC.

Oswaldo Carrillo, President

Dated: June 3_, 1997

Having been named as Registered Agent and to accept service 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.

Juan P. Loumiet, Registered Ager

Dated: June 3_, 1997