

P95000062648

FILED
AUG 11 1995
TALLAHASSEE, FLORIDA

Miami, August 7, 1995

Division of Corporations
Florida Department of State
Tallahassee, FL

Dear sir:

Enclosed articles of incorporation, plus check for \$122.50 for the filing of the corporation named ZMJ ENTERPRISES, INC. Please, mail the certification to the following:

Jesus M. Juan
823 NW 123 Court
Miami, FL 33182-2418

700001558697
-08/11/95--01045--016
****122.50 ****122.50

I thank you for your prompt attention to this matter.

Yours,


Jesus M. Juan

D. BROWN AUG 14 1995

ARTICLES OF INCORPORATION
OF
ZMI ENTERPRISES, INC.

RECORDED
1964-11-27 6:48
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF MIAMI
STATE OF FLORIDA

The undersigned incorporator desires to organize a professional corporation for the purposes hereinafter stated pursuant to the laws of the State of Florida, and hereby certifies as follows:

ARTICLE I

The name, principal office and mailing address of this corporation shall be:

ZMI ENTERPRISES, INC.
4864 NW 7 STREET
MIAMI, FL 33126

ARTICLE II

This corporation is authorized to transact any activities or businesses permitted under the laws of the State of Florida, to conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

ARTICLE III

This corporation shall have perpetual existence unless sooner terminated or dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall commence is the date of filing these Articles of Incorporation.

ARTICLE IV

The stockholders of this corporation may, from time to time and at any time, increase or decrease the size of the Board of Directors of this corporation, provided that the corporation shall at all times have a minimum of one (1) director. The name and address of each person who is to serve as a member of the initial Board of Directors is as follows:

Marisela Quintero
4864 NW 7 Street
Miami, FL 33126

Joaquin Arias
4864 NW 7 Street
Miami, FL 33126

ARTICLE V

This corporation is authorized to issue shares of stock as follows:

a) The stock of this corporation shall be known as common stock. The maximum number of shares of common stock that this corporation may issue is one hundred (100) shares, each share of common stock having a par value of One (\$1.00) Dollar.

b) Shares of common stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing.

c) Each share of common stock shall entitle the record holder thereof to one (1) vote upon each proposal presented at meetings of the stockholders of this corporation.

d) Record holders of common stock are entitled to receive their prorata share of any dividends that may be declared by the Board of Directors out of assets legally available for that purpose.

e) Holders of common stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their prorata share of any of the remaining assets of this corporation, after payment of all corporate debts and obligations.

f) Each stockholder shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation.

ARTICLE VI

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or in any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VII

The corporation may be empowered to indemnify any officer or director, or any former officer or director in a manner set out and provided for in Florida Statute Section 607.014, as amended.

ARTICLE VIII

The name and street address of the initial Registered Agent of this corporation shall be:

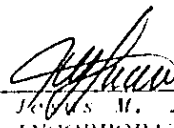
Mariscela Quintero
1864 NW 7 Street
Miami, FL 33126

ARTICLE IX

The name and address of the incorporator executing these Articles of Incorporation is:

Jesus M. Juan
823 NW 123 Court
Miami, FL 33182

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 7th, day of August, 1995.



Jesus M. Juan
INCORPORATOR

ACKNOWLEDGEMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named to accept service as Registered Agent for the above stated corporation at the place designated in this certificate, I hereby agree to act in such a capacity and to comply with the provisions of all statutes relating to the proper and complete performance of my duties.



Mariscela Quintero
REGISTERED AGENT