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((H95000009640)) PUBLIC ACCESS SYSTEM
TO DIVISION OF CORPORATIONS FROM SUNRISE OF MIAMI, INCORPORATED ANY
DEPARTMENT OF STATE 1492 W. FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135 FL 33413 0000
TALLAHASSEE, FL 32303 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

((H95000009640))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
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TALLAHASSEE, FLORIDA

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Oscar J. Delgado

ATTORNEY AT LAW

6175 N.W. 153rd Street, Suite 312
Miami Lakes, Florida 33014

August 30, 1995

Telephone (305) 558-2156
Fax (305) 556-6486

Secretary of State
Division of Corporations
Tallahassee, Fla.

Re: Articles of Incorporation of
Sunrise of Miami, Incorporated

Dear Sir:

Please be advised that my client Imilee Blanco has been advised by you that there exists a Sunrise Corporation that operates out of Miami. She has agreed to use the name Sunrise of Miami, Incorporated as she feels that it does not conflict, nor create confusion. The corporations will be operating very different businesses.

Please accept the filing with that disclaimer.

Sincerely,



Oscar J. Delgado

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SUNRISE OF MIAMI, INCORPORATED**

**ARTICLE I
NAME**

The name of this corporation shall be **SUNRISE OF MIAMI, INCORPORATED.**

**ARTICLE II
DURATION**

This corporation shall have perpetual existence, unless sooner dissolved by law, commencing on the date of filing of the certificate with the Secretary of State of the State of Florida.

**ARTICLE III
PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue one thousand shares of \$1.00 par value common stock, which shall be designated "Common Stock". All of said stock shall be payable in cash, real or personal property, and/or labor or services, at a just valuation to be fixed by the Board of Directors. The initial capitalization of the corporation shall be the sum of \$1,000.00.

FILED BY: Oscar J. Delgado, Esq., Fla. Bar # 342726
Ph:(305) 558-2156, 6175 N.W. 153rd Street, Suite 312, Miami Lakes, Fla. 33014

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ARTICLE IX BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X CUMULATIVE VOTING

At each election of Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes, on the same principal, among any number of candidates.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

ARTICLE XII AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon

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**ARTICLE V
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this corporation or existing issued stock of the corporation by a shareholder, shall have the right to purchase a prorata share thereof at the price at which it is offered to others.

**ARTICLE VI
PRINCIPAL ADDRESS AND
DESIGNATION OF REGISTERED AGENT**

The street address of the initial principal place of business of the corporation is 765 West 16th Street, Hialeah, Florida 33010 and the name of the initial registered agent, designated pursuant to Sec. 48.091 of the Florida Statutes, of this corporation is IMILSE BLANCO whose address is 6061 Collins Avenue, Apt. 12c, Miami Beach, Florida 33140.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be increased from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

IMILSE BLANCO
6061 Collins Avenue
Apartment 12c
Miami Beach, Fl. 33140

**ARTICLE VIII
INCORPORATER**

The name and address of the person signing these Articles is:

IMILSE BLANCO
6061 Collins Avenue
Apartment 12c
Miami Beach, Fl. 33140

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the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of August, 1995.

Imilse Blanco
IMILSE BLANCO

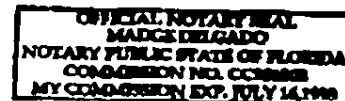
STATE OF FLORIDA)
COUNTY OF DADE)

Before me a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared IMILSE BLANCO and known to me and known by me to be the person who executed the foregoing Articles of Incorporation and did or did not present a driver's license and acknowledged before me that the same was executed freely.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30th day of August, 1995.

Marta Delgado
NOTARY PUBLIC
STATE OF FLORIDA

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation, at the place designated in the Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Imilse Blanco
IMILSE BLANCO

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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