

1/2/96 3:27 PM
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
FROM: CORPORATE CREATIONS INTERNATIONAL, INC.
401 OCEAN DRIVE
SUITE 312
MIAMI BEACH FL 33139-0000
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305) 672-0686
FAX: (305) 672-9110

FAX: (904) 922-4000
TALLAHASSEE, FL 32399
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: INTEROFFICE WORKS, INC.
FAX AUDIT NUMBER: H96000001264
DATE REQUESTED: 01/25/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$78.75
CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:27:13
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 073171003004

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000001264))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

EFFECTIVE DATE
1-25-96

1/31

FILED
96 JAN 31 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JAN 31 PM 2:25
DIVISION OF CORPORATIONS

H96000001264

**Articles of Incorporation
of
Interoffice Works, Inc.**

FILED
96 JUN 31 PM 4:02
CLERK OF COURT
JULIA M. HARRIS
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is Interoffice Works, Inc.

Article II. Address

The mailing address of the Corporation is:

Interoffice Works, Inc.
1750 Lenox Avenue
Miami Beach, FL 33139

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Jose A. Rodriguez
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

Jose A. Rodriguez, FI Bar # 989444
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134
305-377-8101 • Fax 305-461-9881

H96000001264

H98000001264

Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Lazaro Carreño

Article VI. Incorporator

The name and address of the incorporator is:

Lazaro Carreño
1750 Lenox Avenue
Miami Beach, FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of January 25, 1996.

The undersigned incorporator executed these Articles of Incorporation on the date first set forth below.


Lazaro Carreño

Date: 1-31, 1996

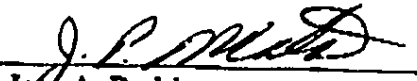
H96000001264

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Interoffice Works, Inc.

REGISTERED AGENT:
Jose A. Rodriguez
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Jose A. Rodriguez
by J.P. Matz as attorney-in-fact

Date: January 25, 1996

FILED
96 JAN 31 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jose A. Rodriguez FL Bar Member 989444
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables FL 33134
305-377-8101 • Fax 305-461-9881

H96000001264