

**P96000014262**

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-0062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*PA 2/15/90*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	2/15/90		
TIME	11:00		CK No. _____
BY	CD		

WALK-IN  
 Will Pick Up \_\_\_\_\_

RE: GARCIA, MARTIN  
Dominguez

SECRET OF STATE  
 TALLAHASSEE, FLORIDA

<input type="checkbox"/> Capital Express™	
<input checked="" type="checkbox"/> Art. of Inc. File	
<input type="checkbox"/> Corp. Record Search	
<input type="checkbox"/> Ltd. Partnership File	
<input type="checkbox"/> Foreign Corp. File	
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)	
<input type="checkbox"/> Art. of Amend. File	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> C U S -	
<input type="checkbox"/> Fictitious Name File	
<input type="checkbox"/> Name Reservation	
<input type="checkbox"/> Annual Report/Reinstatement	
<input type="checkbox"/> Reg. Agent Service	
<input type="checkbox"/> Document Filing	
<input type="checkbox"/> Corporate Kit	
<input type="checkbox"/> Vehicle Search	
<input type="checkbox"/> Driving Record	
<input type="checkbox"/> Document Retrieval	
<input type="checkbox"/> UCC 1 or 3 File	
<input type="checkbox"/> UCC 11 Search	
<input type="checkbox"/> UCC 11 Retrieval	
<input type="checkbox"/> File No.'s. Copies	
<input type="checkbox"/> Courier Service	
<input type="checkbox"/> Shipping/Handling	
<input type="checkbox"/> Phone ( )	
<input type="checkbox"/> Top Priority	
<input type="checkbox"/> Express Mail Prep.	
<input type="checkbox"/> FAX ( )	pgs.

800001715578  
 -02/15/90-01020-014  
 \*\*\*122.50\*\*\*122.50

**SUBTOTALS**

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

RECEIVED  
 26 FEB 15 AM 10 20  
 DIVISION OF CORPORATION

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

**LAW OFFICES OF CARLOS GARCIA, P.A.**  
2900 Bridgeport Avenue  
Suite 401  
Coconut Grove, Florida 33133  
Telephone (305) 569-0355  
Fax (305) 446-5856

February 14, 1996

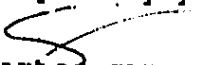
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32304

RE: GARCIA, MARTINEZ & DOMINGUEZ, P.A.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of the above referenced Corporation together with a check in the amount of \$122.50 to cover filing fee. Also enclosed is a self-addressed stamped envelope so you may mail us the certified copy of the Articles of Incorporation.

Very truly yours,

  
CARLOS GARCIA  
501 Northeast First Avenue  
Second Floor  
Miami, Florida 33122

C:\GARMARDO\96-LTR.SECSTATE

**ARTICLES OF INCORPORATION**

**OF**

**GARCIA, MARTINEZ & DOMINGUEZ, P.A.**

**FILED**

96 FEB 15 AM 11:56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 621, Florida Statutes, also known as The Professional Services Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**

**NAME AND PRINCIPAL CORPORATE ADDRESS**

The name of this Corporation is: GARCIA, MARTINEZ & DOMINGUEZ, P.A. The principal corporate address is 501 Northeast First Avenue, Second Floor, Miami, Florida 33122.

**ARTICLE II**

**PURPOSE AND NATURE OF BUSINESS**

The nature of business of this professional corporation and the objects and purposes proposed to be transacted and carried on by it are as follows:

1. To engage in the practice of law as a professional service corporation and to provide services incident thereto.
2. To engage in any activity or business permitted for professional service corporations under the laws of the United States and of the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

The capital stock of this professional corporation shall consist of ten thousand (10,000) shares of Common Stock having a par value of one dollar (\$1.00) per share, all of which shall be fully paid and nonassessable.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America or property, tangible or intangible, or labor or services actually performed for this professional corporation, at a value to be fixed by the directors. Shares may be issued until the full amount of the consideration for such shares has been paid. Neither promissory notes nor future services shall constitute full or part payment for the issuance of shares of this professional corporation.

No shares may be issued to or voted by any person who is not duly licensed to practice law in the State of Florida.

1. The directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable security conditions upon issuance of new certificates for lost certificates.

**ARTICLE IV**  
**DURATION**

The Corporation shall have perpetual existence.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of

the Corporation is: 501 Northeast First Avenue, Second Floor, Miami, Florida 33122. The name of the initial registered agent of the Corporation shall be: HUMBERTO R. DOMINGUEZ.

#### **ARTICLE VI**

##### **DIRECTORS**

The Corporation shall be managed by a Board of Directors of at least three (3) Directors. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice law in the State of Florida. The name and address of each person who is to serve as a member of the initial Board of Directors is as follows:

NAME	ADDRESS
RICHARD I. MARTINEZ (President)	501 Northeast First Avenue, Second Floor, Miami, Florida 33122
CARLOS GARCIA (Vice-President)	501 Northeast First Avenue, Second Floor, Miami, Florida 33122
HUMBERTO R. DOMINGUEZ (Treasurer and Secretary)	501 Northeast First Avenue, Second Floor, Miami, Florida 33122

#### **ARTICLE VII**

##### **INCORPORATOR**

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

<b><u>NAME</u></b>	<b><u>STREET ADDRESS</u></b>
CARLOS GARCIA	501 Northeast First Avenue,

Second Floor, Miami,  
Florida 33122

**ARTICLE VIII**

**SPECIAL PROVISIONS**

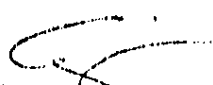
The Corporation shall have all corporate powers permitted to professional service corporations comprised of attorneys at law under the laws of the United States and of the State of Florida. The Board of Directors shall have authority to establish reasonable compensation of all directors for services to the corporation as directors, officers, and otherwise. Including the authority to establish the payment of bonuses, stock options, and pension and profit sharing plans, insurance and incentive plans.

**ARTICLE IX**

**DISQUALIFICATION**

If any officer, shareholder, or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such services within Florida or accepts employment that places restrictions or limitations upon his/her continued rendering of such services, then the Corporation shall require him/her to comply with the Florida Professional Service Corporation Act by severing or limiting his/her employment with the Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of February 1996.

  
CARLOS GARCIA

STATE OF FLORIDA )

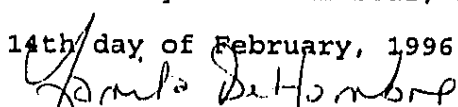
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§§

COUNTY OF DADE )

BEFORE ME personally appeared Carlos Garcia, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 14th day of February, 1996.

  
NOTARY PUBLIC, State of Florida at  
Large

My Commission Expires:



YAMILIA DE HOMBRE  
MY COMMISSION # CC 37901  
EXPIRES: June 8, 1998

Bonded Thru Notary Public Under

**DESIGNATION AND ACCEPTANCE**  
**OF**  
**REGISTERED AGENT**

**FILED**

96 FEB 15 AM 11:56

SECRETARY OF STATE  
HALL/RECEIVED 115

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, GARCIA, MARTINEZ & DOMINGUEZ, P.A., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 501 Northeast First Avenue, Second Floor, Miami, Florida 33122 has named Humberto R. Dominguez, located thereat as its registered agent to accept service of process within this State.

By: 

HUMBERTO R. DOMINGUEZ

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: 

HUMBERTO R. DOMINGUEZ