

*H96000016192*

CHARGE, PAGE ENTER YOUR PASSWORD TO BAND, THE PRO, ENT

2/21/96 FLORIDA DIVISION OF CORPORATIONS 10:49 AM  
PUBLIC ACCESS SYSTEM

((H96000002486)) ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.  
DEPARTMENT OF STATE 8405 NW 53RD ST  
STATE OF FLORIDA SUITE C-100  
409 EAST GAINES STREET MIAMI FL 33166-062-0000  
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ  
FAX: (904) 922-4000 PHONE: (305) 599-0839  
FAX: (305) 592-9591

((H96000002486)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: EXECUTIVE MARKETING & MANAGEMENT, INC.  
FAX AUDIT NUMBER: H96000002486 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 02/21/1996 TIME REQUESTED: 10:49:21  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 071001002335

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.

((H96000002486))  
\*\* ENTER 'M' FOR MENU. \*\*  
2/21/96 FLORIDA DIVISION OF CORPORATIONS 10:49 AM  
PUBLIC ACCESS SYSTEM  
ELECTRONIC PROCESSING MENU

*[Handwritten signature]*  
RECORDED  
96 FEB 21 PM 1:13  
DIVISION OF CORPORATIONS

FILED  
96 FEB 21 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
95 FEB 21 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**EXECUTIVE MARKETING & MANAGEMENT, INC.**

The undersigned hereby agrees to organize a corporation in accordance with Chapter 607, Florida Statute (the "Florida General Corporation Act.") as follows:

**ARTICLE I. NAME**

The name of the Corporation is: EXECUTIVE MARKETING & MANAGEMENT, INC.

**ARTICLE II. CORPORATE EXISTENCE**

The existence of the Corporation shall be perpetual commencing upon the filing of these Article of Incorporation unless dissolved according to law.

**ARTICLE III. NATURE OF BUSINESS**

The general nature of the business is primarily to engage in General Business and any activity, business or enterprise permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have authority to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock. One (\$ 1.00) Par Value.

No shareholder of the corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of these stocks.

**ARTICLE V. INITIAL OFFICE**

The initial address of the principal office of the Corporation shall be :

1221 S.W. 27 Avenue  
Miami, Florida 33135

Prepared by: Raul D. Cabrera  
4201 S.W. 11th St.  
Miami, Fl 33134  
(305) 567-1900

**ARTICLE VI. DIRECTORS**

The number of directors constituting the initial board of directors shall be ONE (1). The number of directors may increase or decrease as provided by the Bylaws of the Corporation in the manner provided by the law.

The names and addresses of the person(s) who shall serve as the initial directors are:

- |                     |                                             |
|---------------------|---------------------------------------------|
| RAYME MARRERO       | 1221 S.W. 27 Avenue<br>Miami, Florida 33135 |
| RAMIRO MARRERO, JR. | 1221 S.W. 27 Avenue<br>Miami, Florida 33135 |

**ARTICLE VII. INCORPORATOR**

The name and address of the incorporators of these Articles of Incorporation are:

- |                     |                                             |
|---------------------|---------------------------------------------|
| RAYME MARRERO       | 1221 S.W. 27 Avenue<br>Miami, Florida 33135 |
| RAMIRO MARRERO, JR. | 1221 S.W. 27 Avenue<br>Miami, Florida 33135 |

**ARTICLE VIII. REGISTERED AGENT**

Pursuant to the provisions of section 607.0501 or 617.0501. Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name and address of the initial Registered Agent of the Corporation is:

- |                 |                                             |
|-----------------|---------------------------------------------|
| RAUL D. CABRERA | 4201 S.W. 11 Street<br>Miami, Florida 33134 |
|-----------------|---------------------------------------------|

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 2/1/96 Signature *Raul D. Cabrera*  
RAUL D. CABRERA

The Board of Directors may, from time to time, move the Registered Office of the Corporation to any other address in the State of Florida.

**ARTICLE IX. PREEMPTIVE RIGHTS**

Every shareholder shall have the right to purchase his prorata share thereof ( as nearly as may be done without issuance of fractional shares ) of any or all the shares previously issued, and/or any new issue of stocks for cash of this corporation at the price at which it is offered to others.

**ARTICLE X. INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director pursuant to the provisions of Section 607.014 of the Florida Statutes, as ammended.

IN WITNESS WHEREOF, The Incorporator(s) have signed these Articles of Incorporation this 1st day of February, 1996.

*Rayme Marrero*  
\_\_\_\_\_  
RAYME MARRERO

*Ramiro Marrero, Jr.*  
\_\_\_\_\_  
RAMIRO MARRERO, JR.

96 FEB 21 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED