

P96000022295

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

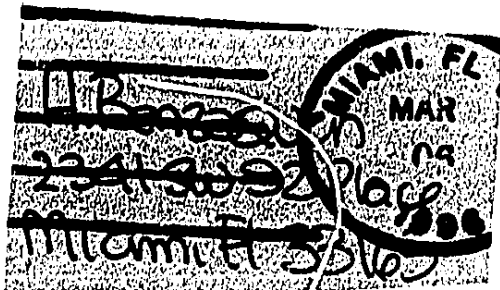
RECEIVED  
MAR 11 1996  
TALLAHASSEE, FLORIDA  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Subject : ACG International, Inc.

Enclosed is the original and one (1) copy of the Articles of Incorporation as well as a check in the amount of \$ 70.00.

From : Alfonse Benzaquen

FILED  
96 MAR -8 PM 12:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



3/10/96  
TB

## ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

### ARTICLE ONE

The Corporate name is ACG International, Inc.

### ARTICLE TWO

#### Duration

The duration of the Corporation is perpetual.

### ARTICLE THREE

#### Purpose

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

### ARTICLE FOUR

#### Capital Stock

The aggregate number of shares which the corporation has authority to issue is 100 all of which shall be common shares with a par value of one dollar.

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TALLAHASSEE, FLORIDA

ARTICLE FIVE

Registered Office

The street address of the initial Registered Office of the Corporation is 2501 Brickell Avenue, Ste. 807 Miami, Fl 33129 and the name of the initial Registered Agent at such address is Alfonse Benzaquen.

ARTICLE SIX

Directors

The business of the corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors.

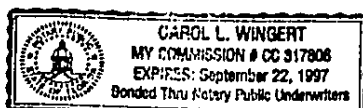
ARTICLE SEVEN

Incorporators

The name and address of the Incorporator is :

Alfonse Benzaquen  
2501 Brickell Ave Ste. 807  
Miami, Fl 33129

IN WITNESS WHEREOF, I have Subscribed my name this 2 day of February 1996.



Alfonso Benzaquen  
Incorporator

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

County of Palm Beach

On this 2 day of February, 1996, before me personally appeared Alfonso Benzaquen known to be the person whose name is subscribed to the within instrument, and acknowledged that he has executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Carol L. Wingert  
NOTARY PUBLIC

My commission expires :

#### CERTIFICATE OF REGISTERED AGENT

Pursuant to 48.091 Florida Statutes, the following is submitted in compliance with said Act; that ACG International, Inc. desiring to organize under the laws of the State of Florida with its principal place of business at 2501 Brickell Ave. Ste 807 Miami, Fl 33129 nominates Alfonso Benzaquen located at 2501 Brickell Ave Ste. 807 Miami Fl. 33129 as its agent to accept service of process within Florida.

#### ACKNOWLEDGEMENT

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

DATED : This 2 day of February, 1996.

Alfonso Benzaquen