

P9600024225

February 23, 1996

FILED  
MAR 16 AM 8:46  
TALLAHASSEE, FLORIDA

Via Federal Express

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

800001743078  
-03/14/96--01059--012  
\*\*\*\*122.50 \*\*\*\*122.50

Re: *Ondaro Management Corp.*

Dear Sir or Madam:

*I have enclosed for filling the original Articles of Incorporation for Ondaro National Corporation, I have also enclosed a check in the amount of \$122.50 for the cost of filling the articles, as well as the cost of a certified copy.*

*Thank You for your assistance.*

Sincerely,

*[Signature]*  
Idalberto Gonzalez

Enclosed.

RECEIVED MAR 19 1996

### ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name of the Corporation is:

ONDARO MANAGEMENT CORP.

2. The period of its duration is perpetual.

3. The purpose is to engage in any activities or businesses permitted under the laws of the United States and Florida.

4. The corporation shall have authority to issue 100 shares, all of one class, \$.01 par value.

5. The address of its principal place of business is 8601 S.W. 68 Street, Miami, Florida 33143.

6. The initial registered agent of the corporation is Idalberto Gonzalez, 8601 S.W. 68 Street, Miami, Florida 33143.

7. The number of directors constituting its initial board of directors is (2). The name and address of the officers and directors of this Corporation, who shall hold office for the first corporate year or until their successors are chosen are:

<u>NAME AND ADDRESS</u>	<u>TITLE</u>
Idalberto Gonzalez 8601 S.W. 68 Street Miami, FL 33143	President, Sec. and Director
Guadalupe Gonzalez 8601 S.W. 68 Street Miami, FL 33143	V.P., Treas. and Director

8. The name and address of the incorporator is Idalberto Gonzalez, 8601 S.W. 68 Street, Miami, Florida 33.43.

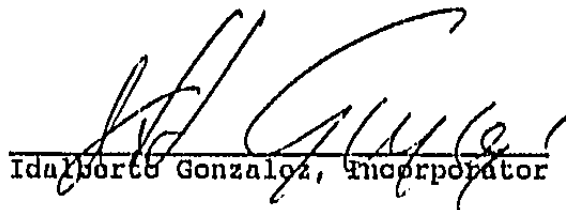
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9. Preemptive Rights shall be as follows: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (and issued) shares of common stock held by the holder to all shares of common stock currently authorized (and issued).

10. Where shareholder approval is required for any action, each shareholder shall be entitled to vote equal to the number of shares he or she may own. The approval of any action shall require the affirmative vote of not less than fifty-one percent (51%) of all of the issued and outstanding shares.

11. The business and affairs of the Corporation shall be managed by the shareholders and the Board of Directors.

DATED this 22nd day of February, 1996.

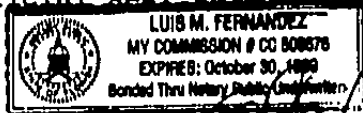
  
Idalberto Gonzalez, Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Idalberto Gonzalez, personally known to me, and who did/did not take an oath, and who subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal this 23 day of February, 1996.



NOTARY PUBLIC  
State of Florida

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First--that Ondaro Management Corp., desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the Articles of Incorporation at City of Miami,  
State of Florida, has named Idalberto Gonzalez, 8601 S.W. 68  
Street, Miami, Florida 33143, its agent to accept service of  
process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with  
the provision of said Act relative to keeping open said office.

  
Idalberto Gonzalez

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