

P96000039638
(LETTER OF TRANSMITTAL)

Date: *March 28, 1996*

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

FILED
SECRETARY OF STATE
TALLAHASSEE, FL 32314
MAY - 2 PM 3:55

Re: *Munoz International Enterprises, Inc.*
(name of corporation)
dba Anderson Consulting Group

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Diana Anderson, President
(individual's name)

700001765117
-04701796--01089--0116
***122.50 ***122.50

W96-7502

Munoz International Enterprises, Inc.
(name of corporation)
dba Anderson Consulting Group

MAILING ADDRESS OF CORPORATION

<i>6619 S. Dixie Hwy.</i>		
<i>Ste. 2481</i>		
<i>Miami, FL 33143</i>		
PHONE		
<i>(305)</i>	<i>477-7066</i>	<i>/</i>
Area Code	Number	Ext.

AE MAY - 8 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

April 8, 1996

DIANA ANDERSON
6619 S. DIXIE HWY., SUITE 2481
MIAMI, FL 33143

SUBJECT: MUNOZ INTERNATIONAL ENTERPRISES INC.
Ref. Number: W96000007502

We have received your document for MUNOZ INTERNATIONAL ENTERPRISES INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 896A00015887

4/30 Dear Ms. Lunt:

Enclosed please find the
deleted forms. Could you please
send us a "dba" fictitious name
application form as well? We appreciate
your kind assistance. Sincerely, B.C.

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

MUNOZ INTERNATIONAL ENTERPRISES, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Munoz International Enterprises, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue = 1,000 = ^{one} shares (thousand) of Class A
Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Diane Anderson</u>		
ADDRESS	<u>6619 S. Dixie Highway, Suite 248</u>		
CITY	<u>Miami</u>	FLORIDA	ZIP <u>33143</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Munoz International Enterprises, Inc.</u>		
ADDRESS	<u>6619 S. Dixie Hwy., Ste. 248</u>		
CITY	<u>Miami</u>	FLORIDA	ZIP <u>33143</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (=2=) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Geoffrey Anderson</u>		
ADDRESS	<u>5767 NW. 98th Court</u>		
CITY	<u>Miami</u>	STATE <u>FL</u>	ZIP <u>33178</u>
NAME	<u>Diana Anderson</u>		
ADDRESS	<u>6619 S. Dixie Hwy., Suite 248</u>		
CITY	<u>Miami</u>	STATE <u>FL</u>	ZIP <u>33143</u>
NAME	<u>n.a.</u>		
ADDRESS	<u>n.a.</u>		
CITY	<u>n.a.</u>	STATE	ZIP

ARTICLE VII • INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Geoffrey Anderson		
ADDRESS	5767 NW 98 th Court		33178
CITY	Miami	STATE FL	ZIP 33143
NAME	Diana Anderson		
ADDRESS	6619 S. Dixie Hwy., Suite 248		
CITY	Miami	STATE FL	ZIP 33143
NAME	— h.q. —		
ADDRESS	— h.q. —		
CITY	— h.q. —		STATE ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 28th day of March, 1996.

Diana Anderson (Seal)
Geoffrey Anderson (Seal)
 (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED

CERTIFICATE OF REGISTERED AGENT
OF

96 MAY -2 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MUNOZ INTERNATIONAL ENTERPRISES, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 6619 S. Dixie Hwy., Suite 248
Miami, FL 33143

has named Diana Anderson

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Diana Anderson
(registered agent)