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07/25/96

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FLORIDA DIVISION OF CORPORATIONS

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((H96000007277))

TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA

409 N. GAILHER ST

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

((H96000007277))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DOLLY ENTE & ASSOCIATES, INC.

FAX AUDIT NUMBER: H96000007277

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/23/1996

TIME REQUESTED: 09:45:52

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TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 MAY 23 AM 11:56

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

May 23, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: DOLLY ENTES & ASSOCIATES, INC.  
REF: W96000011092

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H96000007277  
Letter Number: 696A00025969

LEL00000977

**ARTICLES OF INCORPORATION  
OF  
DOLLY ENTES & ASSOCIATES, INC.**

**FILED  
96 MAY 29 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLE I - NAME**

The name of this Corporation is Dolly Entes & Associates, Inc. and the principal address of the corporation is 2555 Collins Avenue, Apartment 1508, Miami Beach, Fl. 33140.

**ARTICLE II - DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE III - PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

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

The name of the initial registered agent of this Corporation is Raul R. Delgado De Armas and the street address of the initial registered office of this Corporation is 2100 Ponce De Leon Boulevard, Suite 1100, Coral Gables, Florida 33134.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director is:

**NAME:**  
Antonio Sabournin

**ADDRESS:**  
2555 Collins Avenue  
Apartment 1508  
Miami Beach, Fl. 33140

Prepared By:

Raul R. Delgado De Armas, Esq.  
2100 Ponce De Leon Blvd., #1100  
Coral Gables, Fl. 33134  
(305) 446-0076  
FBN: 0793329

*Raul R. Delgado De Armas, Esq.  
2100 Ponce de Leon Blvd. #1100  
Coral Gables, FL 33134  
(305) 446-0076 / FBN. 0793329*

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ARTICLE VII - LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The person signing these articles is Raul R. Delgado De Armas.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 21st day of May, 1996.

  
Raul R. Delgado De Armas

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STATE OF FLORIDA)

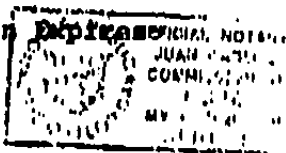
COUNTY OF DADE )

ss.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Raul R. Delgado De Armas, known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of Dolly Entes & Associates, Inc., and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21st day of May, 1996.

My Commission Expires



NOTARY PUBLIC

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

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

First, that Dolly Entes & Associates, Inc., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Raul R. Delgado De Armas, located at 2100 Ponce De Leon Boulevard, Suite 1100, Coral Gables, Fl. 33134, as its agent to accept service of process within this State.

Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this 21st day of May, 1996.

*Raul R. Delgado De Armas*  
Raul R. Delgado De Armas

FILED  
96 MAY 28 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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