

6/14/96

FLORIDA DIVISION OF CORPORATIONS

9/34

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TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166--

9-0000

TALLAHASSEE, FL 32399

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PHONE: (305) 599-0839

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((H96000008351))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: THAT INVITATION PLACE, INC.

FAX AUDIT NUMBER: H96000008351

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/14/1996

TIME REQUESTED: 09134111

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CERTIFICATE OF STATUS: 1

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96 JUN 14 AM 10:04  
DIVISION OF CORPORATIONS

FILED

96 JUN 14 PM 12:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
THAT INVITATION PLACE, INC.

ARTICLE I. NAME

The name of this corporation shall be THAT INVITATION PLACE, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of operating any and all business activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1000 par value shares of common capital stock.

This Instrument Prepared By:

Antonio J. Soto, III, Esq.  
8500 West Flagler St., Ste. A-105  
Miami, Florida 33144-2037  
FLORIDA BAR NO.: 302163

Article of Incorporation THAT INVITATION PLACE, INC.

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*ASU*

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be One (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name, address, shares and title of each individual who shall serve as a member of the Initial Board Of Directors is:

DENISE C. MORENO  
15970 S.W. 210th Street  
Miami, Florida 33187

1000 SHARES

President/Secretary  
Treasurer/Director  
and Sole Shareholder

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

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ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 15970 S.W. 210th St., Miami, Florida 33187.

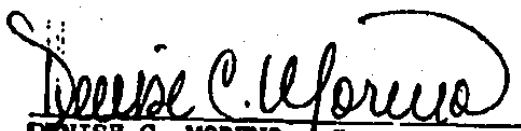
The name of the individual who shall serve as this corporation's initial registered agent at that address is: DENISE C. MORENO.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: DENISE C. MORENO, 15970 S.W. 210th St., Miami, Florida 33187.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
DENISE C. MORENO - Incorporator

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I hereby accept my designation as resident agent and agree to serve as the resident agent of THAT INVITATION PLACE, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for THAT INVITATION PLACE, INC.

  
DENISE C. MORENO - Registered Agent

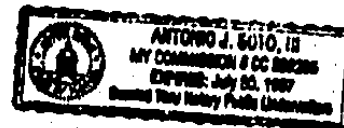
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96 JUN 14 PM 12:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

State of FLORIDA

County Of DADR

On 6-13-96, DENISE C. MORENO, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a FLORIDA driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of THAT INVITATION PLACE, INC.

  
Notary Public



(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

Article of Incorporation THAT INVITATION PLACE, INC.

P96000050974

Antonio J. Soto, III  
Attorney at Law  
100 West Flagler St., A-103  
Miami, Florida 33144-2037  
(305) 227-2700  
Fax (305) 220-8304

July 8, 1996

State of Florida  
Department of State  
Division of Corporation  
P.O. Box 5588  
Tallahassee, Florida 32314

Re: Address correction for: That Invitation Place, Inc.,  
a Florida Corporation; Corp. #P96000050974.

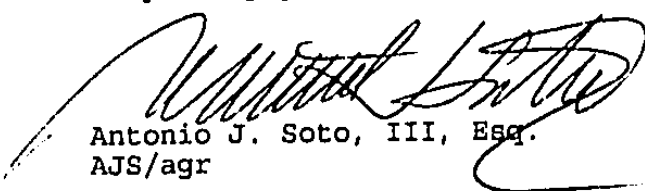
Dear Sir/Madam:

Referenced is hereby made to certain Articles of Incorporation of the above mentioned corporation which were filed on June 14, 1996 and has corporation #P96000050974.

Please be advised that the correct mailing address for **That Invitation Place, Inc.**, a Florida corporation and its Registered Agent, **Denise C. Moreno**, is **15270 S.W. 210 Street, Miami, Florida 33187**.

Inadvertently and due to a scrivener's error the incorrect address was reported. Please correct your records accordingly.

Very truly yours,

  
Antonio J. Soto, III, Esq.  
AJS/agr

cc: Denise C. Moreno

*updated via 7/15/96*