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FLORIDA PROFIT CORPORATION OR P.A.

NAME: FRESCOLITA, INC.

FAX AUDIT NUMBER: H90000008634

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FLORIDA DIVISION OF CORPORATIONS

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RECEIVED

ARTICLES OF INCORPORATION
OF
FRESCOLITA, INC.

FILED
JUN 23 1986
FBI - MIAMI

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

IDENTIFICATION

The name of this corporation is Frescolita, Inc. and its principal place of business is 415 Lakeview Drive, Suite 202, Ft. Lauderdale, Florida 33326.

ARTICLE II

DURATION

This corporation shall have perpetual existence which shall commence on the date of the filing of these Articles with the Secretary of State.

ARTICLE III

PURPOSES

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

ARTICLE IV

AUTHORIZED SHARES

The capital stock of this corporation shall consist of 100 Shares of Common Stock of One Dollar (\$1.00) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

PREPARED BY: DAVID F. HIGGS - 9401 SW 103 AVE
FBN-822884 MIAMI, FL 33176
305-275-8249

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ARTICLE V**REGISTERED AGENT AND OFFICE**

The initial registered agent of this corporation and her address is as follows: REINA L. HADER, 4424 N.W. 74th Avenue, Miami, Florida 33166.

ARTICLE VI**BOARD OF DIRECTORS**

1. The number of Directors of this corporation shall not be less than one (1) nor more than 7. The By-Laws may provide for the increase or decrease in the number thereof, provided that the number of Directors shall never be less than one (1).

2. The corporation shall initially have one (2) director(s). The names and address of the initial Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
LUIS MARCANO	415 LAKEVIEW DRIVE SUITE 202 FT. LAUDERDALE, FLORIDA 33326
MIGUEL USKCHE	415 LAKEVIEW DRIVE SUITE 202 FT. LAUDERDALE, FLORIDA 33326

ARTICLE VII**INCORPORATOR**

The name and address of the Incorporator of these Articles of Incorporation is as follows: LUIS MARCANO, 415 LAKEVIEW DRIVE, SUITE 202 FT. LAUDERDALE, FLORIDA 33326.

ARTICLE VIII**ADDITIONAL PROVISIONS**

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

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1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.

2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in this corporation.

3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director, to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal By-Laws shall be in the Board of Directors of the corporation or in the stockholders; By-Laws adopted by the Board of Directors may be altered or repealed by the stockholder and vice versa, except that the stockholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid this 15 day of June, 1996



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**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 607, Florida Statutes, the following
is submitted in compliance with said Act:

FRESCOLITA, Inc., 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, County of DADE, State of Florida has
named REINA L. HABER, as its agent, whose address is 4424 N.W. 74th
Avenue, Miami, Florida 33166, to accept service of process within this
state.

ACKNOWLEDGEMENT:

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 I agree to comply with the provision
of said Act relative to keeping open said office and I accept the
obligations of Section 607.325 of the Florida Statutes.

By: *Reina L. Haber*

ARTICLES

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