

P960000 53782

LAW OFFICES

HARVEY D. ROGERS, P.A.

1401 N.W. 17TH AVENUE
MIAMI, FLORIDA 33125

PH: 325-0040
FAX: 325-1096

AREA CODE: 305

HARVEY D. ROGERS, ESQ.

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. Box 5327
Tallahassee, Florida

May 7, 1996

4120 11 00 1 12 21 11 23 41
305/24/205-11055-1101
305/24/205-11055-1101

RE: Solrac Investment Company

Dear Sir/Mam:

Enclosed you will find the original Articles of Incorporation of the above styled Corporation, a copy of the same, my check in the amount of \$122.50 representing the filing fee, and a self-addressed stamped envelope.

Please have the Articles of Incorporation filed and remit a copy to my office in the self-addressed stamped envelope enclosed herein for your convenience.

Thanking you in advance for your prompt attention and cooperation in this matter.

Sincerely,

HARVEY D. ROGERS, ESQ.

HDR/nd

Enclosure

FILED
JUN 25 AM 9:10
TALLAHASSEE, FLORIDA

W96-10705
502

796 25019

F. G. MEYER

JUN 25 1996

LAW OFFICES

HARVEY D. ROGERS, P.A.

1401 N.W. 17TH AVENUE
MIAMI, FLORIDA 33125

PH: 325-0040
FAX: 347-1898

AREA CODE: 305

HARVEY D. ROGERS, ESQ.

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

June 18, 1996

RE: Solorac Investment Company

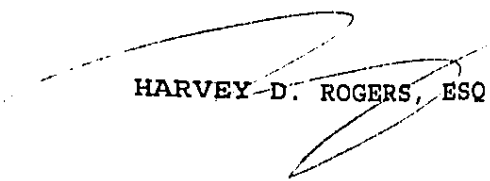
Dear Sir/Mam:

Enclosed you will find the original Articles of Incorporation of the above styled Corporation, a copy of the same, copy of your corresponde remitted to my office, and a self-addressed stamped envelope.

Please have the Articles of Incorporation filed and remit a copy to my office in the self-addressed stamped envelope enclosed herein for your convenience.

Thanking you in advance for your prompt attention and cooperation in this matter.

Sincerely,


HARVEY D. ROGERS, ESQ.

HDR/nd

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 20, 1996

HARVEY D ROGERS ESQUIRE
1401 NW 17 AVE
MIAMI, FL 33125

SUBJECT: SOLRAC INVESTMENT COMPANY
Ref. Number: W96000010705

FILED
95 JUN 25 AM 9:49
TALLAHASSEE, FLORIDA

We have received your document for SOLRAC INVESTMENT COMPANY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 796A00025019

**ARTICLES OF INCORPORATION
OF
SOLORAC INVESTMENT COMPANY**

ARTICLE I

The name of this Corporation: **SOLORAC INVESTMENT COMPANY.**

ARTICLE II

This Corporation is organized for the purpose of transacting and to engage in any activity or business permitted under the laws of the State of Florida and The United States of America.

ARTICLE III

This Corporation is authorized to issue 7,500 shares of common stock of One (\$ 1.00) Dollar par value. No other class of stock is authorized.

ARTICLE IV

The principal office, mailing address and initial registered office of this Corporation is: 1401 N.W. 17th. Avenue Miami, Florida 33125-2322, and the name of the initial registered agent of this Corporation, at the above address is: **Carlos E. Sanchez.**

ARTICLE V

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation. However, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of a majority vote of the shareholders of this Corporation.

ARTICLE VI

This Corporation shall have one (1) Director(s) initially, but the number may be either increased or decreased by its By-Laws, but shall never be less than One (1). The names and addresses of the initial Board of Directors of this Corporation are:

NAME

ADDRESS

Carlos E. Sanchez

1401 N.W. 17th. Avenue
Miami, Florida 33125-2322

FILED
SEP 25 1961
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

ARTICLE VII

The name(s) and address(es) of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Carlos E. Sanchez	1401 N.W. 17th. Avenue Miami, Florida 33125-2322

ARTICLE VIII

The names and addresses of the initial Officers of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Carlos E. Sanchez	1401 N.W. 17th. Avenue Miami, Florida 33125-2322	Pres/Sec

ARTICLE IX

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, and its amendments and modifications thereof. The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the By-Laws of this Corporation in compliance with the Florida General Corporation Act.

ARTICLE X

The Corporation shall indemnify all Officers or Directors, or any former Officer or Director, to the full extent permitted by law for all acts done or made on behalf of the Corporation.

ARTICLE XI

The Board of Directors of the Corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any and all of the property and assets of the Corporation for the purpose of securing the payment or performance of any obligation of the Corporation, without obtaining prior Shareholder approval of any and each such transaction by the vote or written consent of the holders of one hundred (100) percent of the shares of the Corporation entitled to vote thereon and not otherwise.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11 day of June, 1996.


Carlos E. Sanchez

STATE OF FLORIDA

} S.S.

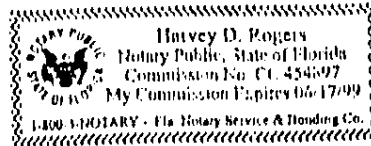
COUNTY OF DADE

Sworn to and subscribed before me this 18th day of June,
1996, by: Carlos E. Sanchez.

My Commission Expires On:

[Signature]
Notary Public - State of Florida


Personally Known: X OR Produced Identification: _____
Identification Produced: _____



ACCEPTANCE AS RESIDENT AGENT

In pursuance of chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:


FIRST, that **SOLORAC INVESTMENT COMPANY**, organized under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the North Bay Village, County of Dade, State of Florida, has named **Carlos E. Sanchez**, as its resident agent for the Corporation who is located at: 1401 N.W. 17th. Avenue Miami, County of Dade, State of Florida, 33125-2322 as its agent to accept service of process within this State.


Carlos E. Sanchez

Title: President

Dated: 6-18-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ALINE BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


Carlos E. Sanchez

Dated: 6-17-96