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FLORIDA DIVISION OF CORPORATIONS
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DEPARTMENT OF STATE 8 BIGHAM BLVD
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109 EAST GUNNER STREET MIAMI FL 33131-3021
TALLAHASSEE, FL 32399 CONTACT: MARIA FELICIANO
FAX: (904) 922-4000 PHONE: (305) 376-6037
FAX: (305) 376-6010

((H96000009561)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FINEARTIFEX CO.

FAX AUDIT NUMBER: H96000009561

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/10/1996

TIME REQUESTED: 12:50:28

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076077002561

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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FAX AUDIT NO.: H96000009561

ARTICLES OF INCORPORATION
OF
FineArtifex Co.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is FineArtifex Co.

ARTICLE II

DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, if they are filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

THIS DOCUMENT PREPARED BY:

Enrique Gonzalez, III, Esq.
Gunster, Yoakley, Valdes-Fauli, & Stewart
Suite 3400 - One Biscayne Tower
2 South Biscayne Boulevard
Miami, Florida 33131
Tel: (305) 376-6068

Florida Bar No.: 896640

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TALLAHASSEE, FLORIDA

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7/10/94

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Article IVPrincipal Business and Mailing Address

The initial principal business and mailing address of the corporation is 2916 Coconut Grove Drive, Coral Gables, Florida 33134.

ARTICLE VCAPITAL STOCK

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

ARTICLE VIINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Gunster, Yoakley, Valdes-Fauli, & Stewart, P.A., Suite 3400 - One Biscayne Tower, 2 South Biscayne Boulevard, Miami, Florida, 33131, and the name of the initial registered agent of this corporation at that address is Enrique Gonzalez, III, Esq.

ARTICLE VIIDIRECTORS

(a) Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

FAX AUDIT NO.: H96000009561

FAX AUDIT NO.: H96000009561

(b) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(c) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator of this corporation is:

Enrique Gonzalez, III, Esq.
Gunster, Yoakley, Valdes-Fauli, & Stewart, P.A.
Suite 3400 - One Biscayne Tower
2 South Biscayne Boulevard
Miami, Florida 33131

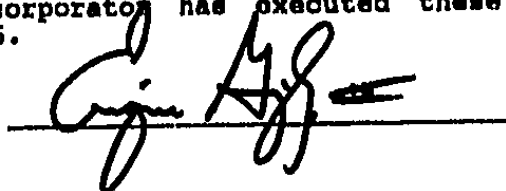
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ARTICLE I**AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 10th day of July, 1996.



STATE OF FLORIDA

COUNTY OF DADE

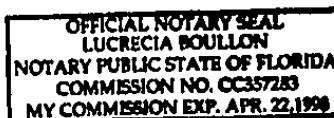
} SS:

The foregoing instrument was acknowledged before me this 10th day of July, 1996 by ENRIQUE GONZALEZ, III, who is known personally to me.


Notary Public, State of Florida
Name: LUCRECIA BOULLON

[NOTARIAL SEAL]

My Commission Expires:



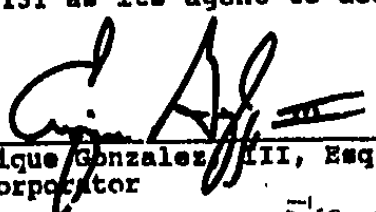
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FineArtifex Co., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Coral Gables, State of Florida, has named Enrique Gonzalez, III, located at Suite 3400 - One Biscayne Tower, 2 South Biscayne Boulevard, Miami, Florida, 33131 as its agent to accept service of process within Florida.


Enrique Gonzalez, III, Esq.
Incorporator

Dated: July 10, 1996

Having been named to accept service of process for the above stated Corporation, 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.


Enrique Gonzalez, III, Esq.
Registered Agent

Dated: July 10, 1996

FAX AUDIT NO.: H96000009561