

P 960000

58993
Check Number Only

7/12/96 Darlene

The Office Alternative

Requester's Name
3191 Coralway #115

Address
Miami FL 33145

City State ZIP Phone

6146-1145

VALIDATION ONLY

FILED
JUL 15 PM 12:44
TALLAHASSEE, FLORIDA

200001890120
-07/15/96--0101--008
****122.50 ****122.50

CORPORATION(S) NAME

PAEMA Corporation



Profit
NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent



Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

() Walk In

() Will Wait

() Pick Up

() Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

F. CHESSE

JUL 15 1996

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF

PAEMA CORPORATION

ARTICLE I- NAME

The name of this corporation is PAEMA CORPORATION

The principal office mailing address is 1401 N. Venetian Way, Miami Beach, FL 33139

ARTICLE II-DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

ARTICLE III- PURPOSE

THE PURPOSE IS TO ENGAGE IN ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND FLORIDA.

ARTICLE IV- CAPITAL STOCK

THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE 5,000 SHARES, ALL OF ONE CLASS, \$1.00 PAR VALUE.

ARTICLE V- PREEMPTIVE RIGHTS

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

FILED
JUL 15 PM 12:44
RELEASED

ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1401 N. Venetian Way, Miami Beach, FL 33139 and the name of the initial registered agent of this corporation at that address is Gustavo A. Delgado

ARTICLE VII- INITIALS BOARD OF DIRECTORS

This corporation shall have One director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is (are):

Gustavo A. Delgado

1401 N. Venetian Way

Miami Beach, FL 33139

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these articles is:

Gustavo A. Delgado

1401 N. Venetian Way

Miami Beach, FL 33139

ARTICLE IX- BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X- CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth (1/10) of all of the shares entitled to vote at the meeting.

ARTICLE XI-SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall constitute the act of the shareholders.

ARTICLE XII- APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required law.

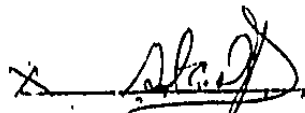
ARTICLE XIII-INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV-AMENDMENT

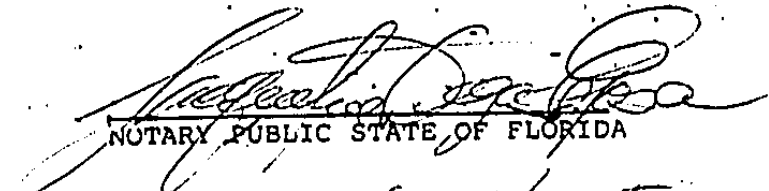
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, subscriber has executed these
articles of incorporation this 11th day of July
1996.


Gustavo A. Delgado

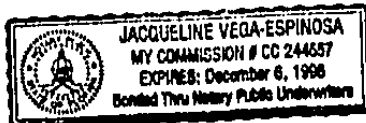
STATE OF FLORIDA)
 SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 11th
day of July, 1996 by, Gustavo A. Delgado who
is personally known to me or who has produced a drivers license as
identification and who did take an oath and who acknowledged to me to
be the person who executed the foregoing articles of incorporation, and
he acknowledged before me he executed those articles of incorporation.


NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION EXPIRES:

Jacqueline Vega Espinosa
PRINT NAME



I, the undersigned, having been named as initial registered agent of the corporation in the foregoing articles of incorporation hereby accept said office and will serve in said capacity.

X *Gustavo A. Dolgado*

Gustavo A. Dolgado

FILED
96 JUL 15 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA