

P9600000975

8/21/96
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32309
FAX: (904) 922-4000
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
EMPIRE CORPORATE KIT COMPANY
1402 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3094
FAX: (305) 541-3770

(((H960000011000)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: FREEDOM CENTER CORPORATION
FAX AUDIT NUMBER: H96000011660
DATE REQUESTED: 08/21/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:15:48
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H960000011000)))

** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM Connect: 00:10:2

FILED
96 AUG 21 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 AUG 21 PM 1:38

RECEIVED

EMPIRE CORPORATE KIT

AUG-21-1996 12:25

H96000011660

**ARTICLES OF INCORPORATION
OF
FREEDOM CENTER CORPORATION**

FILED
96 AUG 21 4 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **FREEDOM CENTER CORPORATION**

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation commences, shall be upon filing of these Articles of Incorporation by the Department of State.

ARTICLE III

NATURE OF BUSINESS

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

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 1000 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities.

H96000011660

Prepared by: VILA & PADRON, P.A.
Cesar J. Vila, III (Ph. No. 4879976)
118 Michigan Avenue
Coral Gables, FL 33124
(305) 461-4888

H96000011660

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 338 Minorca Avenue, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is Oscar J. Vila, III.

ARTICLE VI

PRINCIPAL OFFICE

The initial principal place of business and mailing address of this corporation shall be: 2640 Southwest 25th Street, Miami, Florida.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator subscribing to these Articles of Incorporation is Dra. Raquel Marrero, 2640 Southwest 25th Street, Miami, Florida.

ARTICLE VIII

The names and street addresses of the initial Officers and Directors, who shall hold office the first day of the corporation's existence until their successors are elected are:

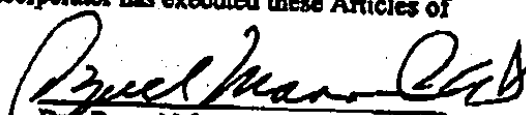
President:	Dra. Raquel Marrero
Secretary/Treasurer:	Dra. Lilliam Bertot
Director:	Dr. Oscar Vila

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 of August, 1996.


Dra. Raquel Marrero, Incorporator

H96000011660

H96000011660

CERTIFICATE OF REGISTERED AGENT
OF
FREEDOM CENTER CORPORATION

FILED
26 AUG 21 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0501 and 607.0505 of the Florida Statutes, the following is submitted, in compliance therewith:

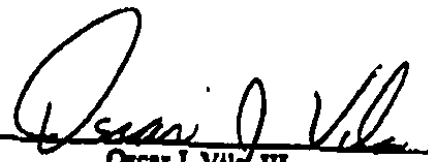
That FREEDOM CENTER CORPORATION, desiring to organize under the laws of the State of Florida, has named Oscar J. Vila, III, Vila & Padron, P.A., 338 Minorca Ave., Coral Gables, County of Dade, State of Florida, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, including the obligations provided in Florida Statutes Section 607.0505.

Dated this 14th day of August, 1996.

By:


Oscar J. Vila, III

H96000011660