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EMPIRE CORPORATE KIT

P.13/2

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MOSHI-MOSHI CORPORATION

AUDIT NUMBER.....H96000013057

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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9/18/96 1:23 PM
10/1/96 1:23 PM

ARTICLES OF INCORPORATION
OF

MOSHI-MOSHI CORPORATION

We, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, and privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be MOSHI-MOSHI CORPORATION.

ARTICLE II

The general nature of the business or businesses to be transacted is: Any lawful business permitted by the laws of the State of Florida and the United States.

ARTICLE III

The amount of authorized capital stock of the corporation shall be five hundred (500) shares of common stock with par value of One Dollar (\$1.00) per share. The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of Florida, the value of such property, labor or services to be determined by the Board of Directors.

PREPARED BY:
Jeffrey Lehman
2699 S. Bayshore Drive
Coconut Grove, FL 33133
305-856-4845
FBN 104870

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ARTICLE IV

The amount of capital with which the corporation shall begin business shall be at least Five Hundred Dollars (\$500.00)

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The post office address of the principal office of the corporation shall be 7340 sw 48th Street, Unit 105, Miami, FL 33155, with the privilege, however, of having branch offices and places of business at any other place or places within the State of Florida or in foreign countries.

ARTICLE VII

The affairs of the corporation shall be conducted by a Board of at least one (1) director who need not be stockholder.

ARTICLE VIII

The names and addresses of the first Board of Directors of the corporation who, subject to the provisions of these Articles of Incorporation, the by-laws and general corporation laws of Florida, shall hold office until their successors have been elected and qualified are:

<u>Name</u>	<u>Address</u>
Jeffrey E. Lehrman	2699 S Bayshore Drive Suite 300D Miami, FL 33133

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ARTICLE IX

The names and addresses of each subscriber of these Articles of Incorporation are:

Name

Address

Jeffrey E. Lehrman

2699 S Bayshore Drive
Suite 300D
Miami, FL 33133

ARTICLE X

The Corporation shall at all times have the corporate powers presently given to the corporations by the statutes and law of the State of Florida; and, it shall have such further powers as from time to time, hereafter, are given to corporations by the statutes and law of the State of Florida. The Corporation is expressly authorized to enter into, honor and be bound by stockholder's agreements with and among stockholders of the Corporation. The Corporation is, further, authorized to enter into partnerships and joint ventures with other persons, firms and corporations.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation on the 18 day of September, 1996.


Jeffrey E. Lehrman, Esq.

State of Florida)
) SS:
County of Dade)

Before me, the undersigned authority, personally appeared Jeffrey E. Lehrman, to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged that he made and subscribed the same for the purposes and uses therein mentioned and set forth.

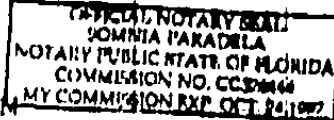
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Witness my hand and seal at said County and State this 18 day of September, 1996.

Norma Paradel
Notary Public

My commission expires:



RESIDENT AGENT RESIGNATION

In pursuance of Chapter 48(091, Florida Statutes, the following is submitted, in compliance with said Act:

MOSHI-MOSHI CORPORATION

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Jeffrey E. Lehrman, Esquire, Professional Corporation, located at 2699 S Bayshore Drive, Suite 800D, Miami, FL 33133, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 agree to comply with the provisions of said Act relative to keeping open said office.

Jeffrey E. Lehrman

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FILE

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STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Carlos Garcia, P.A. EIN or SS#: 65-032104

Address: 265 Sevilla Ave.
Coral Gables, FL 33134

Amount: \$227.50 Date Paid 7 14 97

Reason for claim: Sent in the resignation filing fees for each office.

Was not listed as ANY position on the corporation.

P96000077801-MOSHI-MOSHI CORPORATION CMUSTAIN/amend

Certified true and correct this 29th day of August, 19 97.

Signature: [Signature]

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim:	Amount of recommended refund \$ <u>227.50</u>
The amount requested above was originally deposited into the State Treasury as a part of the funds deposited on State Treasurer's Receipt No. <u>01173-001</u> dated <u>7 14 97</u>	
Name of Account:	<u>45202130001453000000000010000</u>
Statutory Authority for Collection	<u>607-0122</u>
It is requested that payment be made from the following account:	
NAME OF ACCOUNT:	<u>452021300014530000000022002000</u>
Certified true and correct this _____ day of _____, 19 _____	
Department of State, Division of Corporations (Agency)	(Authorized Signature and Title)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 18, 1997

GARCIA, PEREZ-SIAM & GRUENINGER
265 SEVILLA AVENUE
CORAL GABLES, FL 33134

SUBJECT: MOSHI-MOSHI CORPORATION
Ref. Number: P96000077801

We have received your document for MOSHI-MOSHI CORPORATION and your check(s) totaling \$227.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records do not indicate that you are an officer, director, or registered agent of the subject corporation. Therefore, no resignation is required.

Please complete the enclosed refund application and return it to this office for processing.

Please contact the undersigned before making corrections or returning your document to this office.

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 (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 797A00036725