

SEP-28-1996 09:33

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((H96000013137 0))

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: MIAMI INVESTMENT AND MANAGEMENT, INC,
AUDIT NUMBER.....H96000013137
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 5
DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

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96 SEP 20 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Correction
wfb-19835

9/20/96
990A - 1822
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TALLAHASSEE, FLORIDA

96 SEP 20 PM 12:05

FILED

SEP-20-1996 09:33

EMPIRE CORPORATE KIT

P.02/86



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 20, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: MIAMI INVESTMENT AND MANAGEMENT, INC.
REF: W96000019835

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

THE PREPARER'S STATEMENT MUST LIST A TELEPHONE NUMBER.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000013137
Letter Number: 596A00043453

H96000013137

**ARTICLES OF INCORPORATION
OF
MIAMI INVESTMENT AND MANAGEMENT, INC.**

ARTICLE I - NAME

The name of this corporation is MIAMI INVESTMENT AND MANAGEMENT, INC.

ARTICLE II - ADDRESS

The mailing address of this corporation is 3142 Village Green Drive, Miami, Florida 33175.

ARTICLE III - AUTHORIZED SHARES

This Corporation is authorized to issue 1000 shares of capital stock.

ARTICLE IV - CLASSES OF STOCK

The authorized shares of capital stock in this Corporation are not divided into classes.

ARTICLE V - SHARES IN SERIES

None of the shares of capital stock in this Corporation are to be issued in series.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his or her 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.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Mark A. Marder. The street address of the initial registered office of this Corporation is Penthouse Five, 9400 Dadeland South, 9400 South Dadeland Boulevard, Miami, Florida 33156.

Mark A. Marder, Esquire
Penthouse Five, 9400 Dadeland Towers
9400 South Dadeland Boulevard
Miami, Florida 33156
F.B.N.: 248835
305-670-8700

H96000013137

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TALLAHASSEE, FLORIDA

Articles of Incorporation
MIAMI INVESTMENT AND MANAGEMENT, INC.
-Page 2-

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ARTICLE VIII - INITIAL DIRECTORS

The initial Board of Directors shall consist of 3 directors; namely, Ruben Garcia, Raul R. Lora, Jr., and Luis B. Jaramillo, Jr., all of 3142 Village Green Drive, Miami, Florida 33175

ARTICLE IX - INITIAL OFFICERS

Ruben Garcia, whose address is 3142 Village Green Drive, Miami, Florida 33175, shall be the initial President, Raul R. Lora, Jr., whose address is the same, shall be the initial Vice President, and Luis B. Jaramillo, Jr., whose address is the same, shall be the initial Secretary and Treasurer.

ARTICLE X - INCORPORATORS

The name and address of the person signing these articles is Mark A. Marder, Penthouse Five, 9400 Dadeland Towers, 9400 South Dadeland Boulevard, Miami, Florida 33156.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19th day of September, 1996.



MARK A. MARDER

H96000013137

Articles of Incorporation
MIAMI INVESTMENT AND MANAGEMENT, INC.
-Page 3-

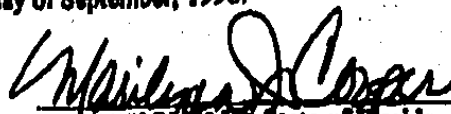
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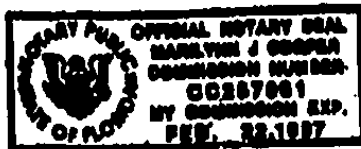
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared MARK A. MARDER, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of September, 1996.

My commission expires:


NOTARY PUBLIC, State of Florida
At Large



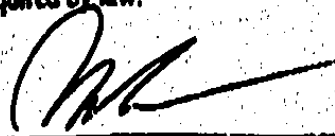
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Articles of Incorporation
MIAMI INVESTMENT AND MANAGEMENT, INC.
-Page 4-

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ACCEPTANCE OF REGISTERED AGENT

I am familiar with and accept the obligations of the position of Registered Agent for the foregoing corporation; I agree as Registered Agent to accept service of process for said corporation; to keep the registered office open during the prescribed hours; and to post my name in some conspicuous place in said office as required by law.



MARK A. MARDER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SEP 14-1996 17:14

EMPIRE CORPORATE KIT

4:28 PM

9/1/11

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((M96000013379 S)))

TO: DIVISION OF CORPORATIONS

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

FAX #: (904) 922-4000

ACCT#: 072450002258

FAX #: (305) 541-3770

NAME: MIAMI INVESTMENT AND MANAGEMENT, INC.

AUDIT NUMBER.....M96000013379

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES.....2

DEL. METHOD... FAX

EST. CHARGE.. \$35.00

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DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SEP-24-1996 17:14

EMPIRE CORPORATE KIT

P. 82/11

H96000013379

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MIAMI INVESTMENT AND MANAGEMENT, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: Article I - Name

The name of this corporation shall be changed to **MUTUAL INVESTMENT AND MANAGEMENT, INC.**

SECOND: This Amendment does not provide for any exchange, reclassification or cancellation of issued shares.

THIRD: The date of this Amendment is September 24, 1996.

FOURTH: Adoption of the Amendment:

The Amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 24th day of September, 1996.


MARK A. MARDER,
Incorporator/Registered Agent

MIAMI/AM/MTD

FILED
96 SEP 25 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Instrument Prepared By:
MARK A. MARDER, ESQUIRE
Penthouse Five, 9400 Dadeland Towers
9400 South Dadeland Boulevard
Miami, Florida 33156

P.B.N.: 248835

(305) 670-8700

H96000013379