

P97000011795  
STAR ISLAND, CORP.

7955 N.W. 64th Street • Miami, Florida 33166  
Phone: (305) 599-6255 • Fax: (305) 471-9814

97 FEB -3 PM 4:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE FL. 32314

EFFECTIVE DATE  
2-1-97

January 28, 1997

Dear Sir,

Please find enclosed articles of incorporation (2 copies) for M.A.P. Investments, Inc., a certificate designating registered agent and a check for \$122.50 .

We have enclosed a returned envelop for a certified copy of the articles.

If you have any question please call me at 1 800 417-7827, Thank you for your attention to this matter,

Sincerely Yours,

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-02/04/97--01090--020  
\*\*\*\*122.50 \*\*\*\*122.50



Marc Allegre.

*Marc Allegre*  
AUTHORITARY  
CORRECT  
DATE  
DO NOT  
3/5/97

**FILED**

97 FEB -3 PM 4:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**M.A.P. INVESTMENTS, INC.**

The undersigned, Marc Allegre, acknowledges and files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

EFFECTIVE DATE  
2-1-97

**I**

**NAME**

The name of this Corporation shall be:

**M.A.P. INVESTMENTS, INC.**

**II**

**BUSINESS**

The general nature of the business and businesses to be transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

**III**

**SHARES**

The authorized capital stock of this Corporation shall consist of 1,000 shares of common stock, \$1.00 par value.

**IV**

**EFFECTIVE DATE AND DURATION**

This Corporation shall commence its existence on February 1st, 1997 and shall exist perpetually thereafter unless sooner dissolved according to law.

## **V**

### **PRINCIPAL OFFICE AND REGISTERED AGENT**

The initial street address of the Corporation's initial principal office is 8001 N.W. 64<sup>th</sup> Street, Miami, FL. 33166 The initial registered agent for the Corporation is Marc Allegre.

## **VI**

### **DIRECTORS**

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified.

## **VII**

### **FIRST BOARD**

The following shall constitute the first Board of Directors of the Corporation:

Marc Allegre     365 Westwood Drive  
Miami FL. 33149

Patrice Minguez     9503 Portburry Dr.  
Orlando FL. 32836

## **VIII**

### **INCORPORATOR**

The name and address of the initial incorporator of the Corporation is as follows:

Marc Allegre     365 Westwood Drive  
Miami FL. 33149

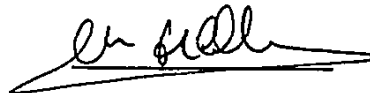
## **IX**

### **GENERAL PROVISIONS**

- (a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b) Subject to the provisions and conditions of this, Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

- (c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.
- (d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

SUBSCRIBED at Miami, Florida, this \_\_\_\_ day of January, 1997.



**Incorporator**



**Registered Agent**

STATE OF FLORIDA     )

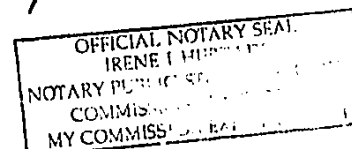
) SS:

COUNTY OF DADE     )

The foregoing Articles of Incorporation were acknowledged  
before me this: Jan 28, 1997

  
NOTARY PUBLIC, State of Florida

My commission Expires:



**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

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Pursuant to the provisions of Section 607.325, Florida Statutes, <sup>STATE OF FLORIDA</sup> the undersigned corporation, organized under the laws of the State of Florida, <sup>TALLAHASSEE, FLORIDA</sup> submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: M.A.P. INVESTMENTS, INC.

2. The name and address of the registered agent and office is:

MARC H. ALLEGRE

8001 NW. 64th STREET  
(P. O. BOX NOT ACCEPTABLE)

MIAMI FL 33166  
(CITY/STATE/ZIP)

SIGNATURE

[Signature]  
(Corporate Officer)

TITLE PRESIDENT

DATE 1/29/97

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

[Signature]  
(Registered Agent)

DATE 1/29/97