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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

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

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FAX #: (305)541-3770

NAME: MIARTES INVESTMENT CORP.

AUDIT NUMBER.....H97000002573

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

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION**  
**OF**  
**MIARTES INVESTMENT CORP.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporators sign the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of the corporation shall be:

MIARTES INVESTMENT CORP.

**ARTICLE II**  
**TERM OF EXISTENCE**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**  
**NATURE OF BUSINESS AND POWERS**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**  
**CAPITAL STOCK**

**Section 1.**

The maximum number of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock, divided into two classes, the designation and par values of each such class being, as follows:

*Document Prepared By:*  
*Richard A. Alayon, Esq.*  
*Florida Bar No.: 934290*  
*Alayon & Pella, P.A.*  
*2450 S.W. 137th Avenue, Suite 236*  
*Miami, Florida 33175*  
*(305) 221-2110*

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- A) 1,000 shares of Class A Common Capital Stock, having \$.01 par value; and
- B) 9,000 shares of Class B Common, Non-Voting Capital Stock, having \$.01 par value.

Section 2. All of said shares of both classes shall have equal preferences, limitations and relative rights, except that the Class B Non-Voting Capital Stock shall have no voting rights whatsoever, either individually or as a class.

**ARTICLE V**  
**REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial registered agent and street address of the initial registered office of the corporation shall be:

RICHARD A. ALAYON, ESQ.  
2450 S.W. 137th Avenue  
Suite 226  
Miami, Florida 33175

**ARTICLE VI**  
**MAILING ADDRESS OF THE CORPORATION**

The mailing address of the Corporation is the principal office of the Corporation as of the date of execution of these Articles, and is:

14347 S.W. 17th Street  
Miami, Florida 33175

**ARTICLE VII**  
**BOARD OF DIRECTORS**

This corporation shall have one directors initially. The name and address of the initial director of the corporation, who shall hold office until his successor is elected and qualified or until his earlier resignation or removal from office is:

**H 97000002573**

**MIGUEL A. NIN**  
14347 S.W. 17th Street  
Miami, Florida 33175

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall never be less than one.

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the incorporator of the corporation is:

**MIGUEL A. NIN**  
14347 S.W. 17th Street  
Miami, Florida 33175

**ARTICLE XI**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporators, have executed the foregoing Articles of Incorporation this 17th day of February, 1997.

  
**MIGUEL A. NIN**  
Incorporator

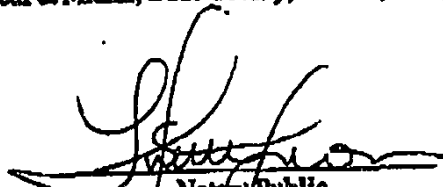
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STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

BEFORE ME, a Notary Public, personally MIGUEL A. NIN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 11<sup>th</sup> day of February, 1997.

  
Notary Public  
State of Florida at Large

My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of MIARTES INVESTMENT CORP. the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 11<sup>th</sup> day of February, 1997.

  
RICHARD A. ALAYON



Notary Public  
My Commission C0676254  
Expires Aug. 18, 2000

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