

P970000/5547

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: SOLER, INC.

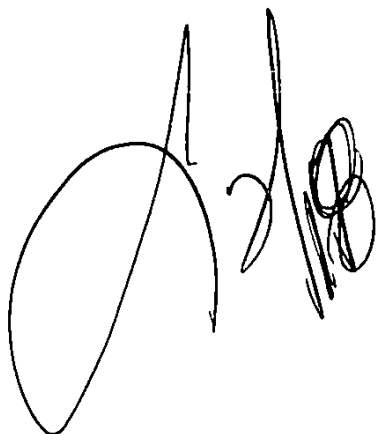
Enclosed is an original and one copy of the Articles of
Incorporation and our check for \$70.00. Please return to us a
stamped copy of the Articles.

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*****70.00 *****70.00

FROM:

Michael T. Soler
14250 SW 62nd Street, # 117
Miami, FL 33183
(305) 738-7377

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA



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NA

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797A-6692



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 17, 1997

MICHAEL T. SOLER
14250 S.W. 62ND STREET
#117
MIAMI, FL 183

SUBJECT: SOLER, INC.
Ref. Number: W97000001268

We have received your document for SOLER, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 697A00002539

TRANSMITTAL LETTER

**Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314**

SUBJECT: SOLER ENTERPRISES, INC.

**Enclosed is an original and one copy of the Articles of
Incorporation and our check for \$70.00. Please return to us a
stamped copy of the Articles.**

**FROM: Michael T. Soler
14250 SW 62nd Street, # 117
Miami, FL 33183
(305) 738-7377**



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 7, 1997

MICHAEL T. SOLER
14250 S.W. 62ND STREET
#117
MIAMI, FL 33183

SUBJECT: SOLER ENTERPRISES, INC.
Ref. Number: W97000003145

We have received your document for SOLER ENTERPRISES, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 797A00006642

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
CROSS CROSSING ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: CROSS CROSSING
ENTERPRISES, INC.

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV

The number of shares of stock that this corporation is authorized to issue shall be: one-hundred (100) shares common, in one class only, each having a par value of one-dollar (\$1.00) per share.

The corporation shall have the power to amend these articles at any time to provide for different classes of stock and to provide provisions for the preferences, limitations, and relative rights in respect to the shares of each class of stock.

This corporation shall be without authority to approve any By-Laws or resolution that will sell or assign any stock of this corporation to any other firm, person, or corporation, except that the stock of this corporation can be sold or transferred or assigned to any of the present charter members, or to this corporation.

ARTICLE V

The principal place of business and mailing address of this corporation shall be:

14250 SW 62nd Street, # 117
Miami, FL 33183

ARTICLE VI

The initial number of corporate directors shall be at least one (1) and not more than five (5). The number of directors may be raised or lowered by amendment of the by-laws of the corporation but shall in no case be less than one.

ARTICLE VII

The name and street address of the member of the first board of directors of this corporation is as follows:

Michael T. Soler, Director
14250 SW 62nd Street, # 117
Miami, FL 33183

ARTICLE VIII

The name and street address of the incorporator to these Articles of Incorporation is:

Michael T. Soler, Director
14250 SW 62nd Street, # 117
Miami, FL 33183

ARTICLE IX

The name and address of the first officer of this corporation is as follows:

Michael T. Soler, Director
14250 SW 62nd Street, # 117
Miami, FL 33183

ARTICLE X

The name and address of the first subscriber to the capital stock of this corporation is as follows:

<u>Name and Address</u>	<u>Amount</u>	<u>Number of Shares</u>
Michael T. Soler 14250 SW 62nd Street, # 117 Miami, FL 33183	\$ 100.00	One-Hundred (100)

ARTICLE XI

The name and address of the registered agent of this corporation is:

Michael T. Soler
14250 SW 62nd Street, # 117
Miami, FL 33183

The undersigned incorporator has executed these Articles of Incorporation this 12th day of February 1997.

Michael T. Soler
President
14250 SW 62nd Street, # 117
Miami, FL 33183

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

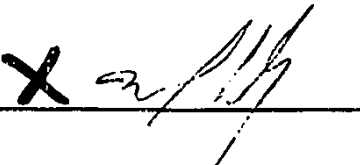
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **CROSS CROSSING
ENTERPRISES, INC.**
2. The name and address of the registered agent and office is:

**Michael T. Soler
14250 SW 62nd Street, # 117
Miami, FL 33183**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE: February 12th, 1997.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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