

Suárez Báster

ACCOUNTING & TAX SERVICE

435 HIALEAH DRIVE, SUITE 11, HIALEAH, FLORIDA 33010

P97000017543

FEBRUARY 13th -1997

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

300002101613--1
-02/28/97--01118--009
*****122.50 *****122.50

DEAR SIR: _

I AM SENDING ARTICLES OF INCORPORATION OF: FINE INSURANCE, INC.

ALSO I SEND \$122.50, FOR FEE .

PLEASE, SEND TO ME AT: 435 HIALEAH DRIVE, SUITE 11, HIALEAH
FLORIDA, 33010.

THANK YOU,

SINCERELY,

SUAREZ BASTER ACCOUNTING & TAX

FILED
97FEB25 PM12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 17, 1997

SUAREZ BASTER ACCOUNTING & TAX
435 HIALEAH DRIVE
SUITE 11
HIALEAH, FL 33010

SUBJECT: FINE INSURANCE, INC.
Ref. Number: W97000003792

We have received your document for FINE INSURANCE, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Please sign and return your check, along with a copy of this letter to ensure your check is properly credited.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 097A00008329

FILED
97 FEB 25 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

WE, the undersigned, hereby associate together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the laws of said state, providing for the information, liabilities, rights, privileges and immunities of a corporation for profit.

NAME, ADDRESS AND AGENT

FINE INSURANCE, INC

_____ in the County of Dade. Its Registered Agent shall be LUIS H. RODRIGUEZ located at ----

ARTICLE II

Section I. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, viz:

a. To carry on business in the United States or any foreign - -
country or countries, to buy, sell, import, export, lease, sub-lease, hold,
procure, transport, manufacture, acquire and deal generally, both whole

every kind and for any lawful purpose with any person, firm, association and/or corporation.

c. To exchange in the currency of foreign countries and the - - currency of the United States.

d. To issue bonds, debentures, and/or obligations of the company from time to time, for the objects and purposes of the company, and to - - secure the same by mortgage pledge, deed or trust, or otherwise.

e. To purchase, hold and reissue the shares of its capital stock; and to subscribe to purchase, or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds or other securities and - obligations of the company and other companies.

f. To do all of such acts or things as they are incident or - - - conducive to the premises, and to do all and everything necessary, suitable, convenient, or proper for the accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive or - expedient for the protection or benefit of the corporation.

g. No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby included in and made a part thereof by reference.

h. In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or otherwise and to have and - exercise all the powers conferred by the laws of the State of Florida upon corporations of this character.

i. _____

NO PAR VALUE

(\$

).

per share as consideration.

b. Said shares of common stock to have no par value. All shares to be issued fully paid and non-assessable. The capital stock of this -- Corporation may be paid in lawful money of the United States or in property labor or services at a fair and just valuation to be fixed by the stockholders or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

c. All of the common stock is to have one vote per share in the control of the management of the corporation.

d. The holders of these shares of common stock are to have preemptive rights in the purchase of subsequent issues of stock.

e. In the event any shareholder be unable to attend a shareholder's meeting, the shareholder may vote his share or shares by proxy, one share representing one vote.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the corporation shall begin -- business shall be not less than ONE THOUSAND DOLLARS (\$1,000.00).

ARTICLE V

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than TWO

(2) persons.

subject to the provisions of these Articles of Incorporation, the By-Laws and the Act of the Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's - - existence, or until their successors are elected and shall have qualified, are the following:

<u>Title:</u>	<u>Name:</u>	<u>Address:</u>
PRESIDENT:	LUIS H. RODRIGUEZ-	1182 W. PALM AVENUE HIALEAH, FLORIDA, 33010
SEC-TREAS:	FERNAN A. GARCES -	1182 W. PALM AVENUE HIALEAH, FLORIDA, 33010

ARTICLE VIII

SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take are as follows:

<u>NAME & TITLE</u>	<u>ADDRESS</u>	<u>SHARES</u>
LUIS H. RODRIGUEZ- PRESIDENT=	1182 W. PALM AVENUE HIALEAH, FLORIDA, 33010	50
FERNAN A. GARCES = SEC-TREAS	1182 W. PALM AVENUE HIALEAH, FLORIDA, -33010	50

ARTICLE IX

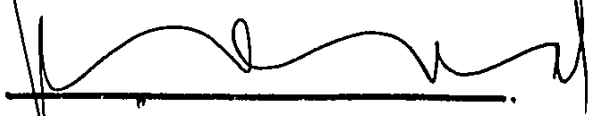
BY-LAWS

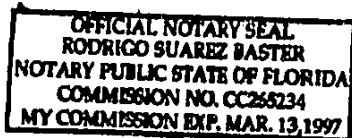
The regulation of the business and the conduct of the affairs - of the corporation and the provision creating and limiting the powers - - of the corporation, the directors and the stockholders, or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by the stockholders of the corporation as soon as practicable after the corporation shall be formed, which said By-Laws may, - from time to time and whenever necessary, be amended by the Board of Directors of the corporation.

I HEREBY CERTIFY that on this 01 day of FEBRUARY
19 97, before me personally appeared LUIS H. RODRIGUEZ
and FERNAN A. GARCES, President and Secretary-Treasurer
respectively, to me well known to be the persons described as subscribers
in and who executed the foregoing ARTICLES OF INCORPORATION and
acknowledged before me that they subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my official seal
and hand at HIALEAH, Dade County, this 01 day of FEBRUARY
1997 A. D.

My Commission expires:


Notary Public, State of Florida. -



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING -
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act.

First: That FINE INSURANCE, INC

desiring to organize under the Laws of the State of FLORIDA, with
its principal office, as indicated in the articles of Incorporation at

- 1182 WEST PALM AVENUE, HIALEAH, FLORIDA, 33010

County of DADE State of Florida, -Has named: _____

LUIS H. RODRIGUEZ

located at 1182 WEST PALM AVE- HIALEAH, FLORIDA, 33010

(Street address and number of Building)

City of HIALEAH County of DADE

State of FLORIDA, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT. - Must be signed by designated agent. -

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 provision
of said Act relative to keeping open said office.

By: 

Resident Agent. -

FILED
97 FEB 25 PM 2:02
CLERK OF DISTRICT COURT
JULIAN S. FORT