

P 97000027993

TELEPHONE:  
(305) 858-7452

OF  
*Antonio E. Alonso*  
FIRST UNION BANK OF CORAL WAY  
1699 CORAL WAY, SUITE 315  
MIAMI, FLORIDA 33145

FAX:  
(305) 858-1959

March 19, 1996

Secretary of State  
Corporate Division  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation of I. M. & M. INTERNATIONAL  
MARKETING & MEDIA, INC.

Dear Gentleman or Madam:

500002121575--6  
-03/24/97--01081--021  
\*\*\*\*122.50 \*\*\*\*122.50

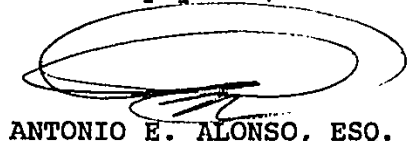
Enclosed please find our office account check in the amount of \$122.50, as per detail below, and original and two copies of the Articles of Incorporation of the above described corporation.

Please return a certified copy to the undersigned, whose address is:

1699 Coral Way, Suite 315  
Miami, Florida 33145

Thank you for your kind attention and cooperation to this matter.

Sincerely yours,



ANTONIO E. ALONSO, ESQ.

\$ 35.00	- Filing Fees
52.50	- Certified Copy
35.00	- Registered Agent Designation
<u>\$122.50</u>	

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SECRETARY OF STATE  
CORPORATIONS  
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**ARTICLES OF INCORPORATION**

**OF**

FILED  
SECRETARY OF STATE  
TENTATIVE CORPORATIONS

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**I. M. & M. INTERNATIONAL MARKETING & MEDIA, INC.**

**ARTICLE I NAME**

The name of the corporation shall be:

**I.M. & M. INTERNATIONAL MARKETING & MEDIA, INC.**

**ARTICLE II DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV CAPITAL STOCK**

This Corporation is authorized to issue one hundred (100) shares of common stock without par value.

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

The street address of the initial registered office of this corporation is:

11440 S.W. 88th Street  
Suite 312  
Miami, Florida 33176

The name of the initial registered agent of this corporation at that address is:

**EDY R. BLANCO**

**ARTICLE VI MAILING ADDRESS**

The mailing address of the corporation is:

11440 S.W. 88th Street  
Suite 312  
Miami, Florida 33176

**ARTICLE VII INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The names and post office address of the members of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
EDY R. BLANCO	9121 S.W. 93rd Avenue Miami, Florida 33176
ALMA R. MELENDEZ	9121 S.W. 93rd Avenue Miami, Florida 33176

**ARTICLE VIII INCORPORATORS**

The name and post office address of the subscriber of these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
EDY R. BLANCO	9121 S.W. 93rd Avenue Miami, Florida 33176

**ARTICLE IX AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 19th day of March, 1997.

Edy R. Blanco  
INCORPORATOR: EDY R. BLANCO

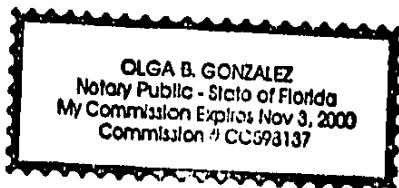
STATE OF FLORIDA     )  
                              ( SS  
COUNTY OF DADE     )

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared EDY R. BLANCO, known to me and known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation, that I relied upon the following form \_\_\_\_ of identification of the above-named persons: Valid Florida Driver's License and that an oath (was) (was not) taken.

IN WITNESS WHEREOF, he has hereunto set his hands and affixed her official seal, in the State and County aforesaid, this 19th day of March, 1997.

[Signature]  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My Commission Expires:

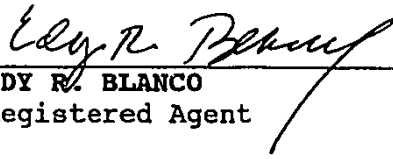


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UNIVERSITY OF CALIFORNIA

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**CERTIFICATE OF REGISTERED AGENT**

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, 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.

  
\_\_\_\_\_  
EDY R. BLANCO  
Registered Agent

Dated: March 19, 1997