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Charter Number Only

3/31/97 Ana

Edward Abramson
Requestor's Name
7270 NW 125T #580
Address
Miami, FL 33126
City State ZIP Phone

594-4999 B

VALIDATION ONLY

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****122.50 ****122.50

CORPORATION(S) NAME

Promi system, Inc.

FILED
97 APR - 1 PM 2: 8
SECRETARY OF STATE
TALLAHASSEE, FL 32304



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reservation	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call If Problem	<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Mail Out
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	

Name
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Acknowledgment
W.D. Verifier

K.R. APR - 1 1997.

CERTIFIED COPY

RECEIVED
97 APR - 1 AM 10: 16
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
PROMI SYSTEM, INC.

FILED
97 APR -1 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person, competent to contract, hereby forms a Corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the Corporation shall be **PROMI SYSTEM, INC.**

ARTICLE II.

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 3550 Banks Road, Suite 206, Margate, Florida, 33063.

ARTICLE III.

PURPOSES

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV.

CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is Five Hundred (500) shares of common stock, having a nominal or par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors but in no event shall be less than \$1.00.

ARTICLE V.

TERM

This corporation shall commence existence on the date of the filing of these Articles of Incorporation and shall have perpetual existence.

ARTICLE VI.

REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this corporation shall be Edward J. Abramson, Esq., and the Registered Office shall be

located at 7270 N.W. 12th Street, Suite 580, Miami, Florida 33126, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with the law.

The aforementioned location does not constitute the principal office.

ARTICLE VII.

DIRECTORS

This corporation shall have not less than one nor more than three directors, as set forth in the By-Laws. The names and street addresses of the first board of directors of this corporation which, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until its successors have been elected and qualified, are:

NAME: Mario Ramon Orlando

TITLE: President/Secretary

ADDRESS: 4042 Cocoplum Circle, Coconut Creek, FL 33063

NAME: Mireya Josefina Orlando

TITLE: Vice President/Treasurer

ADDRESS: 4042 Cocoplum Circle, Coconut Creek, FL 33063.

ARTICLE VIII.

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Edward J. Abramson, Esq. at the Airport Executive Tower II, 7270 N.W. 12th Street, Suite 580, Miami, Florida 33126.

ARTICLE IX.

INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right of inspecting and accounts, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the board of directors.

ARTICLE X.

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

ARTICLE XI.

TELEPHONE MEETING AUTHORIZED

Members of the board of directors or of any executive committee designated by the board of directors in accordance with law shall be deemed present at any meeting of the board of directors or executive committee, as the case may be, if

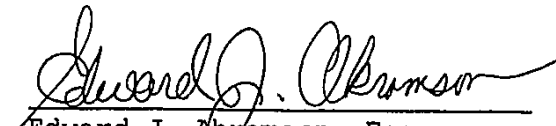
a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear and be heard by all other persons, is used.

ARTICLE XII.

AMENDMENT

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida this 31st day of March, 1997.



Edward J. Abramson, Esq.
Incorporator

CERTIFICATE OF ACCEPTING DESIGNATION

AS
REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of PROMI SYSTEM, INC. and agree to serve

as its agent to accept service of process within this State
at its Registered Office.


Edward J. Abramson, Esq.

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared
Edward J. Abramson to me known to be the individual described in and who
executed the foregoing Articles of Incorporation and he acknowledged
before me that he signed and executed same for the purposes therein set
forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal
at Miami, Dade County, Florida this 31st day of MARCH,
1997.


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:



FILED
97 APR -1 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA