4/18/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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DIVISION OF CORPORATIONS

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CONTACT: RAY STORMONT PHONE: (305) 541-3694

FAX #: (305)541-3770

AME: 3565, INC. AUDIT NUMBER.....H97000006357

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

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PAGES..... 4

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ARTICLES OF INCORPORATION

97 APR 18 PH 2: 42
SEC. STATE
TALLAHASSEE, FI OPER.

<u>QE</u>

.3565, INC.

The undersigned subscriber to these Articles of Incorporation a natural person competent to ontract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be 3565, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under he laws of the United States, the State of Florida or any other state, country territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is sixty (60) shares of common stock having no par value.

ARTICLE IV. ADDRESS

The street address of the initial registered and principal office of the corporation shall be c/o ROSENFELD & STEIN, P.A., 18260 N.E. 19th Avenue, No. Miami Beach, Florida 33162 and the name of the initial Registered Agent of the corporation is Alexander M. Rosenfeld, Rosenfeld & Stein, P.A. 18260 N. E. 19th Avenue, North Miami Beach, Florida 33162.

FILED BY:
Alexander M. Rosenfeld, Esq.
Fla. Bar No. 154307
18260 N.E. 19th Ave., #202
North Miami Beach, FL 33162
(305) 940-8080

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ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROYISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the nternal Revenue Code and that the corporation will file as a Subchapter S corporation.

ARTICLE VII. DIRECTORS

This corporation shall initially have one (1) director. The name and address of the initial member of the Board of Directors is:

RALPH READE 3565 Jarry Street East, Suite 200 Montreal, Quebec H124K6

ARTICLE VIII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first rear of the corporation, or until his successor is elected or appointed is:

RALPH READE
3565 Jarry Street East, Suite 200
Montreal, Quebec H124K6

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ARTICLE IX. SUBSCRIBER

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

PALPH READE, 3565 Jarry Street Bast, Suite 200, Montreal, Quebec H124K6.

IN WITNESS WHEREOF, the undersigned has berennto set his hand and seal this 12 day of April 1997.

RALPH READE

STATE OF FLORIDA

SS:

COUNTY OF

The foregoing instrument was acknowledged before me this make day of April 1997, by

RALPH READE.

Notary Public

Print name:

Personally Known V Or Produced Identification

Type of Identification

97 APR 18 PH 2: 42
SECRE LARY OF STATE
SECRE LARS SEE, FLORIE

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, 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.

Alexander M. Rosenfeld Rogistered Agent

Data: April 1997

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