

P970000039036

VS

12:52 PM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000007183 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: THE EXOTIC GROUP, INC.

AUDIT NUMBER.....H97000007183

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>: 5/01/97  
help F1 Option Menu F2

F

NUM

Connect: 00:06:23

FILED  
97 MAY -1 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BM 5/1/97

H97000007183

FILED  
97 MAY -1 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(4)

ARTICLES OF INCORPORATION  
OF  
THE EXOTIC GROUP, INC.

ARTICLE I. NAME

The name of the corporation is THE EXOTIC GROUP, INC.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is five hundred (500) shares of common stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

Prepared By:  
Carlos Garcia, Esquire  
Fla. Bar No. 0462100  
265 Sevilla Avenue  
Coral Gables, FL 33134  
(305) 447-6609

H97000007183

H970000071 83

97 MAY -1 PM 2:04  
FILED  
TALLAHASSEE  
SECRETARY OF STATE

**ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation in the State of Florida is 1820 N.W. LeJuene Road, Miami, FL 33126 and the initial registered agent of this corporation at such address is Jose R. Garcia.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.

  
JOSE R. GARCIA, Registered Agent

**ARTICLE VI. INCORPORATION**

The name and address of the person signing these articles is Jose R. Garcia, 1820 N.W. LeJuene Road, Miami, FL 33126.

**ARTICLE VII. PRINCIPAL OFFICE**

The principal office of the corporation shall be located at 1820 N.W. LeJuene Road, Miami, FL 33126

**ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS**

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

**ARTICLE IX. BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X. INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws. The names and addresses of the initial directors are Jose R. Garcia, 1820 N.W. LeJuene Road, Miami, FL 33126, and Jose A. Mota, 1820 N.W. LeJuene Road, Miami, FL 33126.

**ARTICLE XI. AMENDMENT**

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon by Shareholders herein granted herein subject to this reservation.

H970000071 83

H970000071 83

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 1st day of May, 1997.

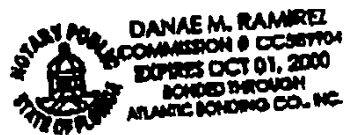
Jose R. Garcia  
JOSE R. GARCIA

STATE OF FLORIDA     }  
                              } SS  
COUNTY OF DADE       }

The foregoing instrument was acknowledged before me this 1st day of May, 1997, by Jose R. Garcia.

Danae M. Ramirez  
NOTARY PUBLIC - State of Florida

Personally known ✓ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_



H970000071 83