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SMITH & SUPRASKI

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HECTOR E. LORA, ESQ.
ATTORNEY AT LAW

April 25, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314


471011021511714-5
-04/28/97-01090-001
****122.50 ****122.50

RE: Incorporation of Miami Punto, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of articles of incorporation and check for \$122.50 regarding the above-referenced entity. Please furnish me with a certified copy of the articles at your earliest opportunity using the enclosed self-addressed, postage-prepaid envelope.

Very truly yours,



Hector E. Lora, Esq.

W97-9931

HEL/es

FILED
97 MAY -7 AM 8:45
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

em 5/17/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 29, 1997

HECTOR E. LORA, ESQ.
11900 BISACYPNE BLVD., SUITE 760
BISCAYNE CENTRE
MIAMI, FL 33181

SUBJECT: MIAMI PUNTO, INC.
Ref. Number: W97000009931

We have received your document for MIAMI PUNTO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 797A00022272

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HECTOR E. LORA, ESQ.
ATTORNEY AT LAW

May 2, 1997

Via Federal Express

Department of State
Division of Corporations
Attention: Agnes Lunt
409 East Gaines Street
Tallahassee, Florida 32399

RE: Incorporation of Miami Punto, Inc.
Ref No. W97000009931

Dear Sir/Madam:

This will acknowledge receipt of your letter dated April 29th, 1997 together with the original Articles of Incorporation which were returned because the Certificate of Designation of Registered Agent was mistakenly not included along with the articles for filing. Enclosed are the following:

1. original Articles of Incorporation;
2. a copy of Articles of Incorporation for certified copy;
3. original Certificate of Designation of Registered Agent/Registered Office;
4. self-addressed, postage pre-paid federal express envelop for returning the certified copy of the articles and copy of Certificate of Designation of Registered Agent.

Thank you for your cooperation and courtesy. Should you have any questions or comments, do not hesitate to contact me.

Very truly yours,



Hector E. Lora, Esq.

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: **MIAMI PUNTO, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principle place of business and mailing address of this corporation shall be:

**2821 Sunny Isles Causeway, No. 2P
North Miami Beach, Florida 33160**

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares of common stock at \$1.00 par value

ARTICLE IV: Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

**SMITH & SUPRASKI, P.A.
Attention: Hector E. Lora, Esq.
Biscayne Centre - Suite 760
11900 Biscayne Boulevard
Miami, Florida 33181**

FILED
97 MAY -7 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMITH & SUPRASKI, P.A.

BISCAYNE CENTRE, SUITE 760, 11900 BISCAYNE BLVD., MIAMI, FL 33181, FAX (305) 892-0055, (305) 892-0059, TEL (305) 892-0060

*Articles of Incorporation
Miami Punto, Inc.*

ARTICLE V: Incorporator(s)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

**Dulce Alvarado Vitale
2821 Sunny Isles Causeway, #2P
North Miami Beach, Florida 33160**

ARTICLE VI: Initial Officers/Directors

The initial officers and directors of the corporation are:

**Dulce Alvarado Vitale, President, 2821 Sunny Isles Causeway,
#2P, North Miami Beach, Florida 33160.**

**Michael A. Vitale, Vice President, Secretary and Treasurer,
2821 Sunny Isles Causeway, #2P, North Miami Beach, Florida
33160.**

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this ____ day of April, 1997.



Dulce Alvarado Vitale

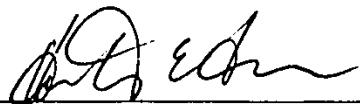
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1 The name of the corporation is: **MIAMI PUNTO, INC.**
2. The name and address of the registered agent and office is:

**Smith & Supraski, P.A.
Attention: Hector E. Lora, Esq.
Biscayne Centre - Suite 760
11900 Biscayne Boulevard
Miami, Florida 33181**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



**Smith & Supraski, P.A.
Attention: Hector E. Lora, Esq.
Biscayne Centre - Suite 760
11900 Biscayne Boulevard
Miami, Florida 33181**

April 14th, 1997

DATE

FILED
97 MAY -7 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

SMITH & SUPRASKI, P.A.

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