# 70000H2810

THE UNITED STATES CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 390279 4311473

AUTHORIZATION :

Patricia Pagrito

COST LIMIT : \$ 122.50

ORDER DATE: May 14, 1997

ORDER TIME: 9:32 AM

ORDER NO. : 390279-005

CUSTOMER NO: 4311473

800002177938--6

CUSTOMER: Marcia Cox, Legal Assistant STEARNS WEAVER MILLER WEISSLER ALHADEFF & SITTERSON, P.A. Museum Tower, Suite 2200 150 West Flagler Street

Miami, FL 33130

### DOMESTIC FILING

NAME:

FONMOR, INC.

#### EFFECTIVE DATE:

\_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

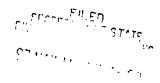
\_\_\_ CERTIFIED COPY

\_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:



# ARTICLES OF INCORPORATION

**OF** 

# FONMOR, INC.

#### **ARTICLE I - NAME AND ADDRESS**

The name of this corporation is **FONMOR, INC.** The address of the principal office and the mailing address of the Corporation is 2200 Museum Tower-OSF, 150 W. Flagler Street, Florida 33130.

#### **ARTICLE II - PURPOSE**

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

## ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Hundred Thousand (100,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

# ARTICLE IV - INITIAL REGISTERED

#### OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

Name Address

Owen S. Freed 2200 Museum Tower

2945 Bridgeport Avenue

Apt. H

Miami, FL 33133

#### **ARTICLE V - COMMENCEMENT**

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

#### ARTICLE VI - INITIAL

## **BOARD OF DIRECTORS**

The initial Board of Directors of the Corporation shall be comprised of one person.

The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of the Corporation are:

Name Address

Fernando Fonseca 2945 Bridgeport Avenue

Apt. H

Miami, Florida 33133

## **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name Address

Owen S. Freed 2200 Museum Tower 2945 Bridgeport Avenue

Apt. H

Miami, FL 33133

# **ARTICLE VIII - BYLAWS**

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

#### **ARTICLE IX - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

## **ARTICLE X - AMENDMENT**

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this  $12^{th}$  day of May, 1997.

Owen S. Freed, Incorporator

# ACCEPTANCE OF APPOINTMENT

OF

## **REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

Owen S. Freed, Registered Agent

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