P99000044498

Charter Number Only

4-3-97

DATION ONLY

Warren J Stamm
Requestor's Name
999 Ponce de Leon Blvd
Address
Coral Gables, FL 33134
City State ZIP Phone
445-9986

400002133404
****122.50 ****122.50

CORPORATION(S) NAME

Importex Corporation, Inc.

400002133404
-04/04/97--01004--021
****122.50 ****122.

97 MAY 20 AM 11:12

(X) Profit
( ) NonProfit ( ) Amendment ( ) Merger

( ) Foreign ( ) Dissolution ( ) Mark

( ) Limited Partnership ( ) Annual Report ( ) Other
( ) Reinstatement ( ) Reservation ( ) Change of Registered Agent

(X) Certified Copy ( ) Photo Copies ( ) Certificate Under Seal

( ) Call When Ready ( ) Call If Problem ( ) After 4:30
(X) Walk In ( ) Will Wait (X) Pick Up ( ) Mail Out

Name Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

RECEIVED
97 APR -4 AM 9:48
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CR2E031 (R8-85)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 4, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: IMPORTEX CORPORATION, INC.
Ref. Number: W97000007881

We have received your document for IMPORTEX CORPORATION, INC. and check(s) totaling $122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 797A00017050

Charter Number Only

VALIDATION ONLY

5/16/97

Warren Stamm
Requestor's Name
999 Ponce de Leon Blvd. #1012
Address
Coral Gables, Fl. 33134
City State ZIP Phone
#444-6669

CORPORATION(S) NAME

Multivision Management, Inc.

Empire Toll Free: 1-800-432-3028

(X) Profit
( ) NonProfit
( ) Amendment
( ) Merger
( ) Foreign
( ) Dissolution
( ) Mark
( ) Limited Partnership
( ) Annual Report
( ) Other
( ) Reinstatement
( ) Reservation
( ) Change of Registered Agent
(X) Certified Copy
( ) Photo Copies
( ) Certificate Under Seal
( ) Call When Ready
( ) Call If Problem
( ) After 4:30
(X) Walk In
( ) Will Wait
(X) Pick Up
( ) Mail Out

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
WP Verifier

CERTIFIED COPY

CR2E031 (R8-85)

ARTICLES OF INCORPORATION
OF
MULTIVISION MANAGEMENT, INC.

97 MAY 20

I, the undersigned subscriber to these Articles of Incorporation, a natural person to make contracts, hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be Multivision Management, Inc.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on by this corporation are:

A. To market, manage, advise, consult, buy, sell trade, transact and participate in the importing and exporting of tangible and intangible goods, products, equipment and services.

B. To engage in the buying, selling and improving lands and tenements and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired; the loaning of money for itself and as agent for others, upon mortgages or other securities, and the purchasing and selling of lands, and of money obligations secured upon real or personal property; the buying, working, selling and dealing in mineral lands and other lands; the acquiring, holding, selling, hypothecating, assigning, transferring and conveying of its own obligations, or the obligations of any persons or other corporation, and collection, foreclosing, compounding, comprising, releasing, satisfying and discharging the same of record; the buying, owning and improving of real estate by erecting buildings and other structures thereon and leasing and cultivating the same; the borrowing of money and executing mortgages or deeds of trust upon real estate or personal property as security therefor.

C. To make and perform contracts of every kind and description suitable, necessary, useful or advisable in connection with any or all of the objects herein.

D. To acquire the whole or any part of the goodwill, business, stock, assets, property, bonds, and rights of any and every nature of any person, firm, association or corporation doing business of a similar character.

E. To hold, purchase or otherwise acquire or be interested in, and to sell, assign, pledge or otherwise dispose of shares or the capital stock, bonds or other evidences of debt issued or created by any other corporation.

F. To conduct business in and have one or more offices in the State of Florida and all other states and countries; and generally to make and perform contracts of every kind and description for the purpose of accomplishing any of the objects and purposes, or for the purpose of exercising any of the powers of this corporation; to do and perform any other act or thing and to exercise any and all powers which a natural person or persons would do or exercise and which are now or which may hereafter be authorized by law; and generally to do and perform any and all things necessary or incidental to the performance of any of the powers specifically enumerated herein.

G. The foregoing provisions shall be construed as enumerating both objects and powers of this corporation, and it hereby is expressly provided that said enumerating or specific powers shall not in any way limit or restrict the general powers conferred by the laws of the State of Florida.

H. To do and perform all acts and conduct business as provided for by Florida Statutes.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock, par value of One Dollar ($1.00) each.

ARTICLE IV

The amount of capital with which the corporation will begin business is One Hundred ($100) Dollars.

ARTICLE V

The corporation is to exist perpetually.

ARTICLE VI

The initial post office address of the principal office of the corporation in the State of Florida and its registered office in the State of Florida is: 6538 Collins Avenue, #332, Miami Beach, FL 33141.

ARTICLE VII

The business of the corporation shall be managed by its Board of Directors. The number of Directors constituting the entire Board shall not be less than One; and subject to such minimum may be increased or decreased from time to time by amendment of the By-Laws in a manner not prohibited by law.

ARTICLE VIII

The name and street address of the members of the first Board of Directors and the first officers of the corporation are:

Name:	Title:	Address:
Jacqueline J. Marchetti	President, Sec. Treasurer, Dir.	6538 Collins Avenue Mia. Bch., FL 33141

ARTICLE IX

At the election of directors of the corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for those provisions as to cumulative voting) he/she would be entitled to cast for the election of directors with respect to this/her shares of stock multiplied by the number of directors to be elected, and he/she may cast all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he/she may see fit.

ARTICLE X

At the election of directors of the corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for those provisions as to cumulative voting) he/she would be entitled to cast for the election of directors with respect to his/her shares of stock multiplied by the number of directors to be elected, and he/she may cast all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he/she may see fit.

ARTICLE XI

No contract or other transaction between the corporation and nay other corporation shall be affected by the fact that any director of the corporation is interested in, or is a director or officer of, such other corporation and any directors, individually or jointly, may be a party to, or may be interested in, any contract or transaction of the corporation or in which the corporation is interested; and no contract or other transaction of the corporation with any person, firm or corporation shall be affected by the fact that any director of the corporation is a party in any way connected with such person, firm or corporation, and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself/herself, or any firm, association or corporation in which he/she may be in any way interested.

ARTICLE XII

Any director of the corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a director.

ARTICLE XIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority or the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

IN WITNESS WHEREOF, we the subscribers have executed these Articles of Incorporation this 16th day of May, 1997.

Warren Jay Stamm
Warren Jay Stamm, Esq. Incorporator

STATE OF FLORIDA)
SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared Warren Jay Stamm, Esq , well known to me and known to be the person signing the foregoing Articles of Incorporation, and who acknowledged before me that he did subscribe to said Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 16th day of May, 1997.

NOTARY PUBLIC

My Commission Expires:

IRIS T. ALONZO
COMMISSION # CC 544822
EXPIRES APR 02, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

First, that MULTIVISION MANAGEMENT, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the city of Miami, County of Dade, State of Florida, has named Warren Jay Stamm, Esq. located at 999 Ponce de Leon Blvd., Suite 1012, Coral Gables, FL 33134 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

WARREN JAY STAMM, Registered Agent