

P 970000 47867

S

5:35 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000008871 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MIAMI OMITUL09, INC.

AUDIT NUMBER.....H97000008871

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

CERT. OF STATUS..0

PAGES..... 7

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>:

Help F1 Option Menu F2

NUM

Connect: 00:04:52

FILED
97 MAY 30 PM 1:05
TALLAHASSEE, FLORIDA

MAY 30 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1997

EMPIRE

SUBJECT: MIAMI OMITULO, INC.
REF: W97000012676

FILED
97 MAY 30 PM 1:05
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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) 487-6904.

Fraida Chesser
Corporate Specialist

FAX Aud. #: 897000008871
Letter Number: 897A00029359

H97000008871

ARTICLES OF INCORPORATION

(7)

OF

MIAMI OMITULO, INC.

FILED
97 MAY 30 PM 1:05
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

ARTICLE I

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

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par value.

All stock is to be issued as fully paid and exempt from assessment.

Prepared by: Carlos C. Lopez-Aguilar, P.A.
Florida Bar No. 206393
2300 Coral Way, Suite 100
Miami, Fl 33145.

H97000008871

(305) 956-7777

⊗

H97000008871

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the By-Laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin doing business shall be not less than FIVE HUNDRED DOLLARS AND NO/100 (\$500.00).

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida is: 1937 N.W. 4th Street, Miami, Florida 33125. The Board of Directors may from time to time move the principal office to any other address in the State of Florida. The Registered Agent address of the corporation is 1937 N.W. 4th Street, Miami, Florida 33125.

H97000008871

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one nor more than six directors. A quorum for the holding of a meeting which shall be properly done by the Directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an Executive Committee.

ARTICLE IX

The names and post office addresses of the members of the first Board of Directors and the state of corporate officers are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
REGINO MIRANDA	President	1937 N.W. 4th Street, Miami, Florida 33125
JULIAN G. MIRANDA	Vice-President. Secretary	1937 N.W. 4th Street, Miami, Florida 33125

ARTICLE X

The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

Page 3 of 6

H97000008871

H97000008871

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
REGINO MIRANDA	1937 N.W. 4th Street, Miami, Florida 33125	50
JULIAN G. MIRANDA	1937 N.W. 4th Street, Miami, Florida 33125	50

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the stockholders of the corporation may receive the benefits provided thereunder.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this 14th day of May, 1997.

 (SEAL)
REGINO MIRANDA,
President

 (SEAL)
JULIAN G. MIRANDA,
Vice-President and Secretary

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements under the laws of the State of Florida, personally appeared REGINO MIRANDA President of MIAMI OMITULO, INC., and JULIAN G. MIRANDA, Vice-President of MIAMI OMITULO, INC., to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same freely and

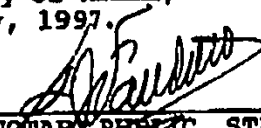
Page 4 of 6

H97000008871

H97000008871

voluntarily for the purposes therein expressed. Identification:
REGINO MIRANDA, Personally known to me & , JULIAN G. MIRANDA, DL#
453-420-48-447 D

WITNESS my hand and official seal at City of Miami, County of
Dade, State of Florida, this 14th day of May, 1997.


NOTARY PUBLIC, STATE OF
FLORIDA at Large

My Commission Expires:



A.J. FANDINO
My Comm Exp. 09/24/99
Bonded By Service Ins
No. CC495432
(1)Resident (1)Other

Page 5 of 6

H97000008871

H97000008871

Articles of Incorporation of Miami Omitulo, Inc.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of Miami, County of DADE, State of FLORIDA, has named REGINO MIRANDA, 1937 N.W. 4th Street, Miami, Florida 33125, as its agent to accept service of process within this State.

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at the 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.

By: Regino Miranda

REGINO MIRANDA,
PRESIDENT

FILED
97 MAY 30 PM 1:05
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Page 6 of 6

H97000008871