

P97000051198

LAW OFFICES OF  
**AURORA ARES**  
PROFESSIONAL ASSOCIATION  
SUITE 840  
21 SOUTHEAST FIRST AVENUE  
MIAMI, FLORIDA 33131

TELEPHONE (305) 372-1752

TELECOPIER (305) 375-0563

June 4, 1997

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: **Articles of Incorporation  
of Environmental Centers, Inc.**

400002206454--3  
-06/09/97--01174--008  
\*\*\*\*122.50 \*\*\*\*122.90

Dear Sir or Madam:

Pursuant to the telephone conversation with your department, enclosed you will find the Articles of Incorporation of Environmental Centers, Inc., and a check in the amount of \$122.50.

I was told that upon receipt of the articles of incorporation that the name Environmental Centers, Inc. will be secured for are exclusive use.

Also enclosed is a self-addressed stamped envelope and an additional copy of the articles of incorporation to be officially stamped and returned to my office once they have been filed.

Thank-you for your assistance in this matter, and if you have any questions or comments regarding the articles please feel free to call my office at (305) 372-1752.

Very Truly Yours,

  
Aurora Ares

AA:slc  
c:ares\environ.

FILED  
97 JUN -9 PM 2:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nc 6/10/97

ARTICLES OF INCORPORATION  
OF  
ENVIRONMENTAL CENTER, INC.

FILED  
97 JUN -9 PM 2: 03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name of this corporation is Environmental Center, Inc. The address of the principal office and the mailing address of this corporation is 6892 N.W. 169 St., Apt. B, Miami Lakes, FL, 33015.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) 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 this 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 this corporation and the name of the initial registered agent of this corporation at such office is:

| <u>Name</u>      | <u>Address</u>                            |
|------------------|---|
| Belkis Fernandez | 6892 N.W. 169st., Apt. B, Miami, FL 33015 |

#### ARTICLE V - COMMENCEMENT

This 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 this 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 this corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of this corporation are:

| <u>Name</u>                       | <u>Address</u>                            |
|-----------------------------------|---|
| Belkis Fernandez - President      | 6892 N.W. 169st., Apt. B, Miami, FL 33015 |
| Belkis Fernandez - Vice President | 6892 N.W. 169st., Apt. B, Miami, FL 33015 |
| Belkis Fernandez - Secretary      | 6892 N.W. 169st., Apt. B, Miami, FL 33015 |
| Belkis Fernandez - Treasurer      | 6892 N.W. 169st., Apt. B, Miami, FL 33015 |

ARTICLE VII - INCORPORATOR

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

| Name             | Address  |
|------------------|--|
| Belkis Fernandez | 6892.N.W. 169 St., Apt. B, Miami Lakes, FL 33015 |

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 this corporation.

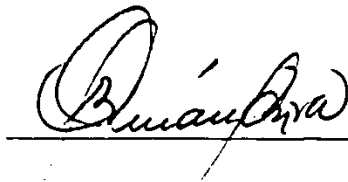
ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

This 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 this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

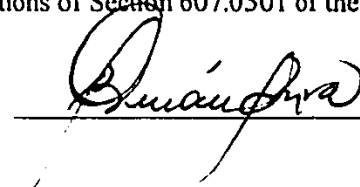
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 4 day of June, 1997.



Belkis Fernandez  
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.



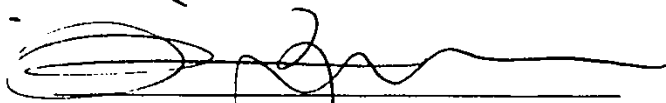
Belkis Fernandez  
Registered Agent

FILED  
97 JUN -9 PM 2:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 4 day of June, 1997 by Belkis Fernandes, as Subscriber of Environmental Center Inc., a Florida corporation on behalf of the corporation. She is personally known to me or has produced a driver's license as identification and did not take an oath.



Notary Public, State of Florida

Mimi Gross

Printed Notary's Name  
My Commission Expires:



FILED  
97 JUN -9 PM 2:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA