



THE UNITED STATES
CORPORATION
COMPANY

P97000057074

ACCOUNT NO. : 072100000032

REFERENCE : 442929 80537A

AUTHORIZATION :

COST LIMIT : \$ PRE PAID

ORDER DATE : June 26, 1997

ORDER TIME : 9:13 AM

ORDER NO. : 442929-005

CUSTOMER NO: 80537A

CUSTOMER: Gudrun M. Nickel, Esq
GUDRUN MARIA NICKEL, P.A.

Suite 200
350 Fifth Avenue South
Naples, FL 33940

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-06/26/97--01030--022
*****70.00 *****70.00

DOMESTIC FILING

NAME: RUBIO CREATIVE INVESTMENTS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
57 JUN 26 AM 9:36
TALLAHASSEE, FLORIDA

97-14910
00611

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97 JUN 26 AM 11:28
DIVISION OF CORPORATIONS

JUN 26 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 26, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: RUBIO CREATIVE INVESTMENTS, INC.
Ref. Number: W97000014910

RESUBMIT
Please give original
submission date as file date.

We have received your document for RUBIO CREATIVE INVESTMENTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 897A00033862

RECEIVED
97 JUN 27 PM 12:14
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
RUBIO CREATIVE INVESTMENTS, INC.**

FILED

97 JUN 26 AM 9:36

TALLAHASSEE, FLORIDA

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is Rubio Creative Investments, Inc. The principal place of business of the corporation is 1010 SW 23rd Street, Cape Coral, Florida 33991. The mailing address of the corporation is 1010 SW 23rd Street, Cape Coral, Florida 33991.

ARTICLE II - Commencement and Duration

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - Purpose

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

ARTICLE IV - Stated Capital - Classes of Stock

The corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value.

ARTICLE V - Special Provisions

The corporation hereby makes the IRC 1244 elections.

ARTICLE VI - Stock Ownership

In the event stock is held jointly by more than one person or entity, one owner of that jointly-held stock shall be designated as the owner authorized to cast his or her vote.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall initially be managed under the direction of, the board of directors of corporation. There shall be two (2) initial director(s) as follows:

Heike Rubio-Garcia

1010 SW 23rd Street
Cape Coral, Florida 33991

Hans-Rudolf Rubio-Garcia

1010 SW 23rd Street
Cape Coral, Florida 33991

ARTICLE VIII - Officers

The initial officer(s) of the corporation shall be as follows:

Heike Rubio-Garcia - President/Secretary/Treasurer
Hans-Rudolf Rubio-Garcia - Vice President

ARTICLE IX - Indemnification

The corporation shall indemnify any officer or director, or person exercising powers and duties of an officer or director, to the full extent now or hereafter permitted by law.

ARTICLE X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE XI - Pre-emptive Rights

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE XII - Amendment

The Articles of Incorporation may be amended at any time pursuant to the requirements of F.S. 607.0101 et seq., at any regular meeting or at a special meeting called for that purpose.

ARTICLE XIII - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

Gudrun Maria Nickel, P.A. 350 Fifth Avenue South, #200
Naples, Florida 34102

ARTICLE XIV - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is Corporation Service Company, Inc. 1201 Hayes Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is CORPORATION SERVICE COMPANY, INC..

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 23rd day of June, 1997.

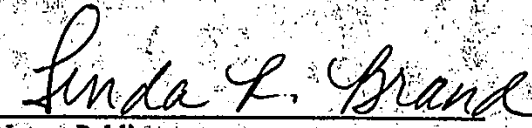
GUDRUN MARIA NICKEL, P.A.

By: 

GUDRUN MARIA NICKEL, President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was subscribed to before me this 23rd day of June, 1997, by GUDRUN MARIA NICKEL, President of GUDRUN MARIA NICKEL, P.A., to me personally known (or who produced _____ as identification), who stated under oath that she is the person described in and who executed said instrument for the purposes therein expressed.


Notary Public

My Commission Expires:

May 14, 2001
Notary Stamp/Signature



Linda R. Brand

Type or Print Notary Name

Notary Number: CC647229

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


CORPORATION SERVICE COMPANY, INC.
Its agent, Judith S. Blancett

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 26 AM 9:36

FILED