

P97000089030

CYNTHIA A. JACOBS  
1040 WEST 47TH STREET  
MIAMI BEACH, FLORIDA 33140  
(305) 534-4299

October 3, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-10/15/97--01012--017  
\*\*\*\*122.50 \*\*\*\*122.50

By U.S. Mail

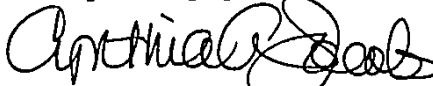
RE: Articles of Incorporation of  
PROFYS CORPORATION

Dear Sir or Madam:

Enclosed please find an original and one fully executed copy of the Articles of Incorporation for the above-referenced corporation, together with my check in the amount of \$122.50 to cover your fees. Please return a certified copy of the Articles of Incorporation to the undersigned in the enclosed self-addressed envelope.

Thank you for your courtesy and cooperation, and should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,



CYNTHIA A. JACOBS

Enclosures

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DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF  
PROFYS CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is PROFYS CORPORATION and its address is 1040 West 47th Street, Miami Beach, Florida 33140.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purposes

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act; and

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### ARTICLE IV

##### Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be of a single class and shall have a par value of One U.S. Dollar (U.S. \$1.00) per share.

#### ARTICLE V

##### Registered Office and Agent

The street address of the initial registered office of the corporation is 1040 West 47th Street, Miami Beach, Florida 33140 and the name of its initial registered agent at such address is Cynthia A. Jacobs.

#### ARTICLE VI

##### Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

Name: Antonio Garcia Cuesta  
Address: c/o Cynthia A. Jacobs  
1040 West 47th Street  
Miami Beach, Florida 33140

#### ARTICLE VII

##### Incorporator

The name and address of the Incorporator is:

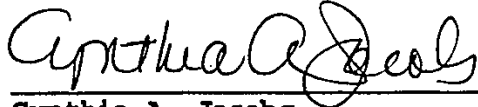
Cynthia A. Jacobs  
1040 West 47th Street  
Miami Beach, Florida 33140

ARTICLE VIII

Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 3rd day of October, 1997.

  
Cynthia A. Jacobs,  
Incorporator

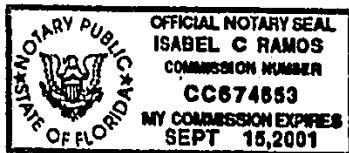
STATE OF FLORIDA)

) SS:

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 3rd day of October, 1997, by Cynthia A. Jacobs, who is personally known to me and who did not take an oath.

My Commission Expires

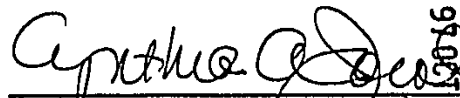


  
Notary Public

  
Printed Name

Acknowledgement of Appointment by Registered Agent

Having been named the Registered Agent for the above-named corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

  
Cynthia A. Jacobs,  
Registered Agent

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