

P97000098371

## TRANSMITTAL LETTER

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

700002349287--2  
-11/17/97--01128--015  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: LIBERTINE INC.  
(Proposed corporate Name- must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$ 131.25 Filing Fee, Certified Copy & Certificate

FROM: Jose N Correa (J.C. Accounting & Tax Services) Agent.

8900 S.W. 107 AVE. SUITE 311

MIAMI FL 33176

(305) 271-2060

Daytime Telephone number

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 17 AM 8:02

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
91 NOV 17 AM 8:02

**ARTICLES OF INCORPORATION**  
*of*  
**LIBERTINE INC**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Delaware, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is LIBERTINE INC.

14122 S.W. 142ND AVE.  
MIAMI, FL 33186

**ARTICLE II**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares of no par value stock.

Michelle Kessis	50 Shares
William Montoya	25 Shares
Patricia Arango	25 Shares

**ARTICLE III**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

JOSE N CORREA - J.C. Accounting & Tax Services  
8900 S. W. 107 Ave.  
Miami, FL 33176

#### **ARTICLE IV PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

#### **ARTICLE V DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

WILLIAM MONTOKA , PRESIDENT  
9516 S.W. 154 PI  
Miami, FL 33176

MICHELLE KESSIS, VICE PRESIDENT  
21150 N.E. 38 Ave.  
Aventura, FL 33180

PATRICIA ARANGO , SECRETARY  
9516 S.W. 154 PL  
Miami, FL 33186

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

The directors shall be divided into three classes, the number of directors to be allocated to each class to be as nearly equal as possible and with the term of office in one class expiring each year after the initial annual meeting of shareholders.

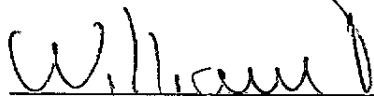
#### **ARTICLE VI OTHER PROVISIONS**

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or

officer of such other association or corporation.

### Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



WILLIAM MONTOYA, , Incorporator

9516 S.W. 154 PL

Miami, FL 33196



MICHELLE KESSIS, , Incorporator

21150 N.E. 38 AVE.

Aventura, FL 33180



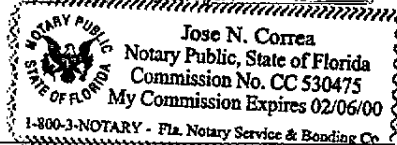
PATRICIA ARANGO, Incorporator

9516 S.W. 154 PL

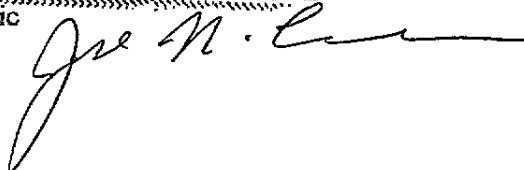
Miami, FL 33196

State of Florida, County of Dade, ss:

Subscribed and sworn to (or affirmed) before me this 12 day of NOVEMBER, 1997.



Notary Public



## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 17 AM 8:03

1. The name of the corporation is: LIBERTINE INC

2. The name and address of the registered agent and office is:

JOSE N. CORREA

J.C. Accounting & Tax Services

8900 S.W. 107 AVE. SUITE 311

MIAMI, FL 33176

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Jose N. Correa  
(SIGNATURE)

11-06-97  
(DATE)