

P98000013455

TRANSMITTAL LETTER

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

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-02/09/98--01048--013
***122.50 ***122.50

SUBJECT : MIAMI MONEY TREE, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 122.50

FROM:

NICHOLAS DILALLO
1000 N.E. 203rd TERRACE
NORTH MIAMI BEACH, FLORIDA 33179

(305) 654-8237

FILED
98 FEB -9 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the articles.

98-11-98

FILED
98 FEB -9 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MIAMI MONEY TREE, INC.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles Of Incorporation.

ARTICLE I NAME

The name of the corporation shall be :

MIAMI MONEY TREE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1000 N.E. 203rd TERRACE
NORTH MIAMI BEACH, FLORIDA 33179

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:


NICHOLAS DILALLO
1000 N.E. 203rd TERRACE
NORTH MIAMI BEACH, FLORIDA 33179

ARTICLE V INCORPORATOR(S)

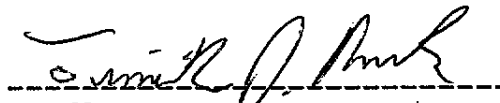
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

- 1> NICHOLAS DILALLO
 1000 N.E. 203rd TERRACE
 NORTH MIAMI BEACH, FLORIDA 33179
- 2> TIMOTHY^J NOWAK
 1000 N.E. 203rd TERRACE
 NORTH MIAMI BEACH, FLORIDA 33179
- 3>

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 26TH day of JANUARY, 1998.



NICHOLAS DILALLO



TIMOTHY J. NOWAK

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 of 617.0501, 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.

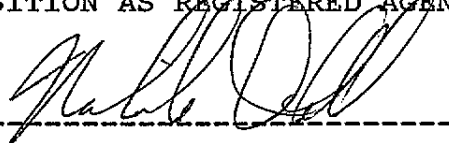
1> The name of the corporation is :

MIAMI MONEY TREE, INC.

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

NICHOLAS DILALLO
1000 N.E. 203rd TERRACE
NORTH MIAMI BEACH, FLORIDA 33179

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.



NICHOLAS DILALLO

JANUARY 26, 1998

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98 FEB -9 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA