

P98000017022

RONALD L. FRIED J.D.  
361 Palm Blvd.  
Weston, Florida 33326

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-02/20/98--01035--016  
\*\*\*122.50 \*\*\*122.50

**EFFECTIVE DATE**

2-18-98

February 18th, 1998

SECRETARY OF STATE  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

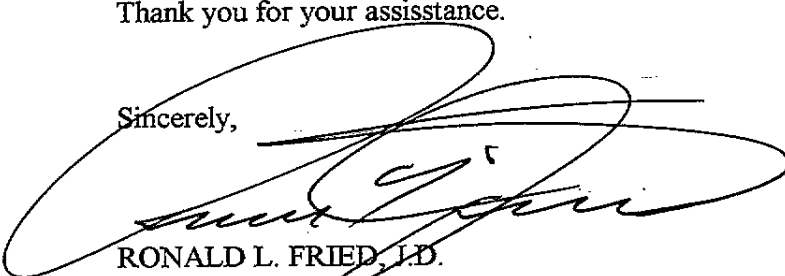
RE: ARTICLES OF INCORPORATION:  
MARKETING IMMIGRATION ALTERNATIVES, INC

To Whom it May Concern:

Enclosed please find the initial Articles of Incorporation as above referenced together with the filing fee of \$122.50.

Thank you for your assistance.

Sincerely,

  
RONALD L. FRIED, J.D.  
RLF/kab  
enclosures as stated

FILED  
98 FEB 20 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
228-10

**EFFECTIVE DATE**

2-18-98

**ARTICLES OF INCORPORATION  
OF  
MARKETING IMMIGRATION ALTERNATIVE, INC.**

**FILED**  
98 FEB 20 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby execute the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

**ARTICLE ONE**

The name of this Corporation shall be:

**MARKETING IMMIGRATION ALTERNATIVES, INC.**

**ARTICLE TWO**

This corporation shall commence its existence on February 18th, 1998, and shall exist perpetually thereafter unless sooner dissolved according to law.

The general purpose for which the Corporation is organized includes the transaction of any and all lawful business for which the Corporation may be incorporated under Chapter 607 of the Florida Statutes.

**ARTICLE THREE**

This corporation may engage in any activity of business permitted under the laws of the State of Florida.

**ARTICLE FOUR**

Capital Stock Authorized: 500 Shares

Par Value thereof: 1.00

Characteristics of such stock shall be : Preferred Common

**ARTICLES FIVE**

The initial street address in the State of Florida of the principal office of this corporation shall be:

2250 S.W. 3rd Avenue, Miami, Florida, 33129

**ARTICLE SIX**

The street address of the initial registered office is:

2250 S.W. 3rd Avenue, Miami, Florida, 33129

the name of the Corporation's initial registered agent is:

RONALD L. FRIED, J.D.

## **ARTICLE SEVEN**

The number of directors of this Corporation shall be not less than one (1) director.

## **ARTICLE EIGHT**

The name and post office address of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the Corporation laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified:

NAME:

ADDRESS:

RONALD L. FRIED, J.D.

361 Palm Blvd., Weston, Florida 33326

## **ARTICLE NINE**

The name and post office address of the sole subscriber to the Certificate of Incorporation is:

RONALD L. FRIED, J.D., 361 Palm Blvd., Weston, Florida

## **ARTICLE TEN**

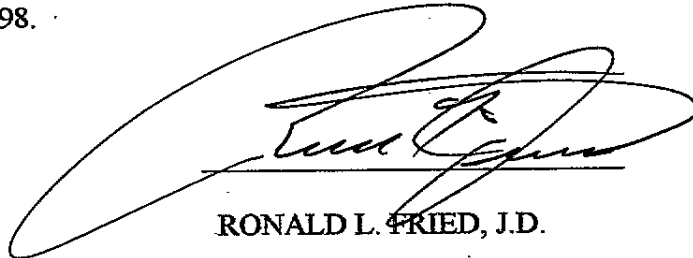
It is hereby expressly provided that at the option of the shareholder or shareholders of this corporation at a duly called meeting, the shareholder or shareholders shall be given the powers and right to elect to take advantage of certain provisions of the Internal Revenue Code which allows for the election of a corporation to be organized and operated under Subchapter S. The

shareholder or shareholders shall further be given the right and option to designate a plan for the issuance of 1244 Stock.

ARTICLE ELEVEN

The Corporation shall have all rights and powers consistent with the laws of the State of Florida.

I, the undersigned being the original sole subscriber to the capital stock herein above-named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinabove set forth, and accordingly, do hereunto set my hand and seal this 18th day of February, 1998.

A large, stylized handwritten signature in black ink, appearing to read 'Ronald L. Fried', is written over a horizontal line.

RONALD L. FRIED, J.D.

STATE OF FLORIDA

COUNTY OF BROWARD

I DO HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above to take acknowledgments, personally appeared before me, RONALD L. FRIED, J.D., to me know to be the Sole Subscriber described in and who executed the foregoing Articles of Incorporation, and acknowledged to be before me that she subscribed to said Article of Incorporation.

Witness my hand and official seal at Weston, Broward County, Florida this 18th day of February,  
1998.

Renee M Elrod

Notary Public, State of Florida at Large

My commission expires:



RESIDENT AGENT CERTIFICATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE (REGISTERED  
OFFICE) AND PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with the said Act:

That MARKETING IMMIGRATION ALTERNATIVES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the Miami, Florida, has named RONALD L. FRIED, J.D., located at 2250 S.W. 3rd AVENUE, MIAMI, FLORIDA, as its agent to accept service of process within this state; and does designate such agent's address as its registered office within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
RONALD L. FRIED, J.D.

FILED  
98 FEB 20 AM 9:40  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE