

P98000018817



ACCOUNT NO. : 072100000032

REFERENCE : 720847 169526A

AUTHORIZATION : *Patricia Piggitt*

COST LIMIT : \$ 122.50

ORDER DATE : February 26, 1998

ORDER TIME : 10:24 AM

ORDER NO. : 720847-005

CUSTOMER NO: 169526A

CUSTOMER: Ms. Amy Concepcion
MANGUART & ASSOCIATES, P.A.

Main Floor
1428 Brickell Avenue
Miami, FL 33131

300002441433--3

DOMESTIC FILING

NAME: MILLENIUM DIRECT INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 1:03

RECEIVED
98 FEB 26 AM 11:35
DIVISION OF CORPORATIONS
2/26/98

**ARTICLES OF INCORPORATION
OF
MILLENIUM DIRECT INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 1:03

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the Corporation is Millenium Direct Inc. and 12125 S.W. 131st Avenue, Miami, Florida 33186, respectively.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a one hundred dollar (\$100.00) par value per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this Corporation shall be 12125 S.W. 131st Avenue, Miami, Florida 33186, and the initial registered agent of this Corporation at such office shall be Antonio Valiente, Jr., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process, and with the provisions of Section 607.0505, Florida Statutes, as amended from time to time, with respect to his duties as registered agent.

ARTICLE VI- INITIAL BOARD OF DIRECTORS


The initial Board of Directors shall consist of one member. The number of directors may be increased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than five. The names and addresses of the director constituting the initial Board of Directors is:

| <u>Name</u> | <u>Address</u> |
|-----------------------|---|
| Antonio Valiente, Jr. | 12125 S.W. 131 st Avenue Miami, Florida 33186 |

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

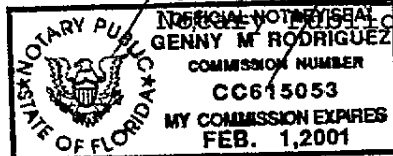
| <u>Name</u> | <u>Address</u> |
|-----------------------|---|
| Antonio Valiente, Jr. | 12125 S.W. 131 st Avenue Miami, Florida 33186 |


Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of Millenium Direct Inc. were acknowledged before me this 25th day of February, 1998 by Antonio Valiente, Jr., as Incorporator, who produced his Florida driver's license as identification, but did not take an oath.

My commission expires :



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Millenium Direct Inc. at the place designated in the Articles of Incorporation, Antonio Valiente, Jr., agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: 2/25/98


Antonio Valiente, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 1:03