

P98000020635



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 727981 4312767

AUTHORIZATION :

*Patricia Pyszt*

COST LIMIT : \$ 122.50

ORDER DATE : March 4, 1998

ORDER TIME : 10:44 AM

ORDER NO. : 727981-005

CUSTOMER NO: 4312767

CUSTOMER: Donald Klein, Esq.  
KLINE MOORE & KLEIN

Suite 903  
2665 S. Bayshore Drive  
Coconut Grove, FL 33133

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -4 PM 1:02

DOMESTIC FILING

NAME: QUIPOS, 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: Andrew Cumper

EXAMINER'S INITIALS:

RECEIVED  
98 MAR -4 AM 11:24  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

QUIPOS, INC.

I.

The name and address of this corporation are: QUIPOS, INC.,  
c/o Gustavo Santamaria, 11865 S.W. 123rd Avenue, Miami, Florida  
33186.

II.

This corporation shall have perpetual existence, unless sooner  
dissolved according to law.

III.

This corporation is organized for the following purposes: To  
engage in the transaction of any and all lawful business  
whatsoever.

IV.

This corporation is authorized to issue One Thousand (1,000)  
shares of One (\$1.00) Dollar par value common stock.

V.

The street address of the initial registered office of this  
corporation is: 11865 S.W. 123rd Avenue, Miami, Florida 33186, and  
the name of the initial registered agent of this corporation at  
that address is: GUSTAVO SANTAMARIA.

VI.

This corporation shall have one (1) director initially. The  
number of directors may be either increased or diminished from time  
to time by the By-Laws but shall never be less than one. The name  
and address of the initial director of this corporation shall be:

GUSTAVO SANTAMARIA  
11865 S.W. 123rd Avenue  
Miami, Florida 33186

VII.

The name and address of the incorporator shall be:

GUSTAVO SANTAMARIA  
11865 S.W. 123rd Avenue  
Miami, Florida 33186

VIII.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IX.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

X.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI.

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 26th day of February, 1998.

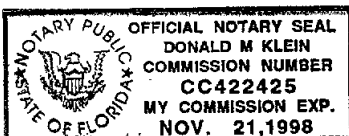
  
GUSTAVO SANTAMARIA

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF DADE                    )

BEFORE ME, the undersigned authority personally appeared GUSTAVO SANTAMARIA, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 26th day of February, 1998.

  
NOTARY PUBLIC, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

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

First that QUIPOS, INC., desiring to organize under the laws  
of the State of Florida, with its registered office, as indicated  
in Articles of Incorporation has named GUSTAVO SANTAMARIA, located  
at 11865 S.W. 123rd Avenue, Miami, Florida 33186, as its agent to  
accept service of process within this state.

**ACKNOWLEDGMENT AND ACCEPTANCE**

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

  
\_\_\_\_\_  
GUSTAVO SANTAMARIA

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DIVISION OF CORPORATIONS  
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