DOSI	Max.	イク	839
AZARUS CORPORATE FILING SER (Requestor's Name)  3320 S.W. 87th AVENUE  (Address)  MIAMI, FLORIDA (305)552-5 (City, State, Zip) (Phone	VICE, INC.		0024678821 -03/25/9801036024 ****122.50 ****122.50
LOCAL REPRESENTATIVE TALLAHA	SSEE	OFFICE USE ONLY	
1. MULTIPLE DO	OCUMENT NUMBER OS/NESS	R(S) (if known): ENTERPR (Document #)	iCES INC.
2. (Corporation Name)		(Document #)	
4. (Corporation Name)  Walk in Pick up time  Mail out Will wait	2.00 Photocopy	(Document #)  (Document #)  Certified Copy  Certificate of State	98 MAR 25 PN 3: 01 SECILE AGE OF STATE ALLA MASSEE, FLORIDA
NEW FILINGS  Profit  NonProfit  Limited Liability  Domestication  Other	AMENDMEN  Amendment  Resignation of R.A.  Change of Registere  Dissolution/Withdray  Merger	d Agent	198h Neorto
OTHER FILNGS  Annual Report  Fictitious Name  Name Reservation	REGISTRATION/ QUALIFICATION  Foreign  Limited Partnership  Reinstatement  Trademark  Other	3/2	98 MR 25 MIII: 03
		Exar	niner's Initials

ARTICLES OF INCORPORATION

0F

" MULTIPLE BUSINESS. ENTERPRISES INC "

WE, THE UNDERSIGNED, ALL OF WHOM ARE OF LEGAL AGE, DO HEREBY ASSOCIATE OURSELVES FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA AUTHORIZING THE FORMATION OF CORPORATIONS.

### ARTICLE I. NAME

THE NAME OF THIS CORPORATION SHALL BE:

"MULTIPLE BUSINESS ENTERPRISES INC"

## ARTICLE II. GENERAL NATURE OF BUSINESS

To offer, carry on and conduct, as principal or agent, the services as SPECIFIED ABOVE, AND ALL INCIDENTAL OR IN ANY WAY CONNECTED THEREWITH. TO IMPORT, EXPORT, PURCHASE, OBTAIN ON CONSIGNEMENT OR OTHERWISE BE IN POSSESION OF ALL GOODS, APPLIANCES, TO OTHERWISE PURCHASE, LEASE, BUILD, CONSTRUCT, ERECT, OCCUPY AND BUILDINGS OF EVERY KING AND CHARACTER WHATSOEVER, TO FINANCE THE PURCHASE, IMPROVEMENTS, DEVELOPMENT AND CONSTRUCTION OF LAND AND BUILDINGS BELONGING TO OR TO BE ACQUIRED BY THIS COMPANY, OR ANY OTHER PERSON, FIRM OR CORPORATION. To purchase, SELL, RENT, LEASE, CONVEY, MORTGAGE, OR OTHERWISE ACQUIRE OR DISPOSE OF OR ENCUMBER REAL ESTATE, REAL PROPERTY, PERSONAL PROPERTY, CHATTEIS, CHATTELS REAL, CHOSESIN ACTION, NOTES, BONDS, STOCKS, MORTGAGES AND SECURITIES AND ANY INTEREST THEREIN, FOR ITSELF OR FOR OTHERS. To acquire, hold, undertake and fully exploit the good will property rights, FRANCHISES AND ASSETS OF EVERY KIND, AND THE LIABILITIES OF ANY PERSON, FIRM, ASSOCIATION OR CORPORATION, EITHER WHOLLY OR PARTLY, AND TO PAY FOR THE SAME IN CASH, STOCKS OR BONDS OF THE COMPANY OR OTHERWISE. To Borrow or contract debts when necessary in the purchase or acquisition of YEAL, PERSONAL AND INTANGIBLE PROPERTY, BUSINESS RIGHTS OR FRANCHISES, OR FOR ADDITIONAL WORKING CAPITAL, OR FOR ANY OTHER OBJECT IN OR ABOUT ITS BUSINESS OR AFFAIRS AND WITHOUT LIMIT AS TO AMOUNT, TO INCUR DEBT AND TO RAISE, BORROW AND SECURE THE PAYMENT OF MONEY IN ANY LAWFUL MANNER, INCLUDING THE ISSUE AND SALE OR OTHER DISPOSITION OF BONDS, WARRANTS, OBLIGATIONS NEGOTIALBE, AND TRANSFERABLE INSTRUMENTS AND EVIDENCE OF INDEBTEDNESS OF ALL KINDS, WHETHER SECURED BY MORTGAGE, PLEDGE, DEED OF TRUST OR OTHERWISE. IN ANY MANNER TO ACQUIRE, ENJOY, UTILIZE AND TO DISPOSE OF PATENTS, COPYRIGH AND TRADEMARKS, AND ANY LICENSE OR OTHER RIGHTS OR INTEREST THEREIN AND THERUNDER.

To conduct business and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of deal, in and convey real and personal property without restrictions in this STATE and in any other of the several State, territories, possessions and dependencies of the UNITED STATE, the district of COLUMBIA, and in any and all foreign COUNTRIES.

TO PURCHASE OR OTHERWISE ACQUIRE, BECOME INTERESTED IN, DEAL IN AND WITH, INVEST IN, HOLD, PLEDGE, SELL, MORTGAGE, LEND MONEY ON EXCHANGE OR OTHERWISE DISPOSE OF, OR TURN TO ACCOUNT OR REALIZE UPON AS OWNER, AGENT, BROKER, OR FACTRO, ALL FORMS OF SECURITIES, INCLUDING STOCKS, BONDS, DEBENTURES, MORTGAGES, NOTES, EVIDENCES OF INDEBTEDNESS, LEASES, OPTIONS, CERTIFICATES, OF INTEREST, PARTICIPATION CERTIFICATES, VOTING TRUST CERTIFICATES EVIDENCING SHARES OF OR INTEREST IN COMMON LAW TRUSTS, TRUSTS AND TRUST ESTATE OR ASSOCIATIONS, CERTIFICATES OF TRUST OR BENEFICIAL INTEREST IN TRUST, MORTGAGES, CONTRACTS, AND OTHER INSTRUMENTS SECURITIES AND RIGHTS, TO INVESTIGATE AND REPORT WITH RESPECT TO, AND TO UNDERTAKE, CARRY ON, AID, ASSIST OR PARTICIPATE IN THE ORGANIZATIONAL LIQUIDATION OR RE-ORGANIZTION OF FINANCIAL, COMMERCIAL, MERCANTILE, MANUFACTURING, INDUSTRIAL OR OTHER BUSINESS CONCERNS, FIRMS, ASSOCIATION AND CORPORATIONS TO INSTITUTE, PARTICIPATE IN OR PROMOTE COMMERCIAL, MERCANTILE, FINANCIAL AND INDUSTRIAL ENTERPRISES AND OPERATIONS.

THE FULL POWER AND AUTHORITY TO DO ANY AND ALL OTHER ACTS NECESSARY OR INCIDENTAL TO THE POWERS HEREIN SPECIFICALLY DESIGNED, AND TO DO ALL AND EVEYTHING NECESSARY TO ACCOMPLISH THE OBJECTS ENUMERATED IN THESE ARTICLES OF INCORPOATION, TO THE PROTECTION AND BENEFIT OF THE CORPORATION, AND, IN GENERAL, TO CARRY ON ANY LAWFUL BUSINESS NECESSARY OR INCIDENTAL TO THE ATTAINMENT OF THE OBJECTS SET FORTH IN THESE ARTICLES OR ANY AMENDMENT THEREOF.

### ARTICLE III. CAPITAL STOCK

THE CAPITAL STOCK OF THIS CORPORATION SHALL BE ONE HUNDRED (100) SHARES, WITH PAR VALUE, USD\$5,00 STOCK. THIS STOCK SHALL HAVE FULL VOTING RIGHTS, PRE-AMPTIVE PRIVILEGES, CUMULATIVEAS TO DIVIDENCE, AND SHALL BE ISSUED FULLYPAID AND NON-ASSESSABLE. THE STOCK SHALL BE RESTRICTED AS TO TRANSFER; THIS STOCK MAY NOT BE TRANSFERRED ON TO THE BOOKS OF THIS CORPORATION, WITHOUT FIRST GIVING THE RIGHT OF PURCHASE FOR TEN (10) DAYS TO THE CORPORATION, AT THE BOOK VALUE OF THE STOCK, AND THERAFTER FOR FIVE (5) DAYS TO ANY STOCKHOLDERS, OF RECORD AT THE SAME PRICE AND TERMS OF ANY BONA FIDE OFFER WHICH THE HOLDER MAY DESIRE TO ACCEPT.

ALL OF SAID STOCK SHALL BE PAYABLE IN CASH, EQUIPMENT, PROPERTY, REAL OR PERSONAL LABOR OR SERVICES IN LIEU OF CASH, AT A JUST VALUATION TO BE FIXED BY THE BOARD OF DIRECTORS OF THIS CORPORATION.

## ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall commence business shall be not less than USD\$500.00 DLLs.

# ARTICLE V. TERMS OF EXISTENCE

THIS CORPORATION SHALL EXIST, PERPETUALLY, UNLESS SOONER DISSOLVED ACCORDING TO LAW.

COUNTY OF COUNTY

THE PRINCIPAL PLACE OF BUSINESS OF SAID CORPORATION SHALL BE AT:
8181 N.W. 36 ST, SUIT #17A, MIAMI, FLORIDA. 33166
WITH THE PREIVILEGE OF HAVING BRANCH OFFICES AT OTHER PLACES WITHIN OR WITHOUT THE STATE OF FLORIDA. THE BOARD OF DIRECTORS MAY FROM TIME TO TIME, MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

### ARTICLE VII. NUMBER OF DIRECTORS

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE NOT LESS THAN TWO (2) NOR MORE THAN FOUR (4).

# ARTICLE VIII. INITIAL DIRECTORS

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS WHO, SUBJECT TO THE PROVISION OF THESE ARTICLE OF INCORPORATION, BY-LAWS OF THE CORPORATION AND THE LAWS OF THE STATE OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF THIS CORPORATION'S EXISTANCE, OR UNTIL THEIR SUCCESSORS ARE ALECTED AND HAVE QUALIFIED SHALL BE AS FOLLOWS:

NAME

MAYRA M. GOMEZ

**ADDRESS** 

8181 N.W. 36 ST , SUIT #17A

MIAMI, FLA. 33166

BLANCA INES BURBANO

8181 N.W. 36 ST , SUIT #17A

MIAMI, FLA. 33166

## ARTICLE IX. SUBSCRIBERS

NAME

JORGE F. RICHARD

(PRESIDENT / TREASURER)

NOE GIL

(VICE-PRESIDENT / SECRETARY)

ADDRESS

8181 N.W. 36 ST , SUIT #17A

MIAMI, FLA. 33166

8181 N.W. 36 ST , SUIT #17A

MIAMI, FLA. 33166

#### ARTICLE X. AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND, ALTER, CHANGE OR REPEAL ANY PROVISION IN THESE ARTICLES OF INCORPORATION, IN THE MANNER NOV OR HEREA FTER, PRESCRIBED BY STATUTE OR SET OUT IN THE CORPORATED-BY- LAWS, SO LONG AS THE SAME DOES NOT CONFLICT WITH THE FLORIDA STATUTES.

THE DIRECTORS OF THIS CORPORATION SHALL HAVE THE POWER TO MAKE OR AMEND BY-LAWS AND TO FIX ANY AMOUNT TO BE RESERVEDFOR WORKING CAPITAL.

THE PRIVATE PROPERTY OF THE STOCKHOLDERS SHALL NOT BE SUBJECT TO THE

PAYMENTS OF THE CORPORATE DEBTS IN ANY EXTEND WHATEVER. THE CORPORATION SHALL HAVE A FIRST LIEN ON THE SHARES OF ITS MEMBERS AND UPON THE DIVIDENDS DUE THEM FOR ANY INDEBTEDNESS OF SUCH MEMBERS OF THE CORPORATION. THE OFFICERS OF THE CORPORATION SHALL BE CONTROLLED BY THE BOARD OF DIRECTORS, AND EACH RESOLUTION SHALL, REQUIERD THE APPROVAL BY MAJORITY, VOTE OF ALL DIRECTORS BEFORE ITS ADOPTION AS A CORPORATE ACT. NO PERSON SHALL BE REQUIRED TO OWN, HOLD OR CONTROL STOCK IN THIS CORPORATION.

THE ORIGINAL INCORPORATORS OF THIS CORPORATION SHALL HAVE THE RIGHT.

UPON ITS ORGANIZATION, TO ASSIGN AND DELIVER THEIR SUBSCRIPTIONS OF STOCK

SET FORTH IN ARTICLE IX HEREOF, TO ANY OTHER PERSON, OR TO FIMS OR

CORPORATIONS WHO MAY HEREAFTER BECOME SUBSCRIBERS TO THE CAPITAL STOCK OF

THE CORPORATION, WHO, UPON ACCEPTANCE OF SAID ASSIGNENT, SHALL STAND IN

LIEU OF THE ORIGINAL INCORPORATORS, AND ASSUME AND CARRY OUT ALL THE

RIGHTS, LIABILITIES AND DUTIES ENTAILED DY SAID SUBSCRIBERS, SUBJECT TO

THE LAWS OF THE STATE OF FLORIDA, AND THE EXECUTION OF THE NECESSARY

INSTRUMENTS OF ASSIGNMENT.

IN WITNESS WHEREOF, WE, THE UNDERSIGNED, BEING EACH OF THE SUBSCRIBERS TO THE CAPITAL STOCK HEREINABOVE NAMED, FOR THE PURPOSE, OF FORMING A CORPORATION TO DO BUSINESS BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, UNDER THE LAWS OF FLORIDA, DO MAKE AND FILE THESE ARTICLES HEREBY DECLARING AND CERTIFYING THAT THE FACTS HEREIN STATED ARE TRUE AND DO RESPECTFULLY AGREE TO TAKE THE NUMBER OF SHARE HEREINABOVE SET FORTH, AND HEREUNTO SET OUR HANDS AND SEALS, THIS THE 23 DAY OF MACKET 1998

WITNESSES.

ADDRESS

AILEEN Y. RUIZ

CARLOS OCAMPO

MARIA CRISTINA GONZALEZ

MARLENE LAZARO Y Clone Jayar

ADDRESS

11752 S.W. 15 ST. MIAMI, FLORIDA. 33184

12347 N.W. 7 ST. MIAMI, FLORIDA. 33184

5440 S.W. 110 AVENUE, MIAMI, FLORIDA 33126

STATE OF FLORIDA )

COUNTY OF DADE ) SS

BEFORE ME. THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED:

"MULTIPLE BUSINESS ENTERPRICES INC"

WHO ARE KNOWN TO ME TO BE THE PERSONS DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO, AFTER BEING BY ME FIRST DULY SWORN, ON OATH, DEPOSE AND SAY AND DO ACKNOWLEDGE BEFORE ME THAT SAID ARTICLES TO BE THE AND DEED OF THE SIGNERS RESPECTIVELY AND, THE FACTS AND MATTERS THEREIN SET FORTH ARE TRUE AND CORRECT.

WITNESS MY HAND AND OFFICIAL SOAL AT: MIAMI, DADE, COUNTY, FLORIDA.

THIS: \_\_\_\_\_\_\_\_ DAY OF \_\_\_\_\_\_\_\_ 199

NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:

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

IN PURSUANT OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST - THAT MUTTIPLE DUSINGS ENTERDRISES INC.

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION.

AT CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA.

HAS NAMED: JORGE F. RICHARD

LOCATED AT: 8181 N.W. 36 ST, SUIT #17A, MIAMI, FLORIDA. 33166

(STREET ADDRESS AND NUMBER OF BUILDING,)
(OFFICE BOX NOT ACCEPTABLE)

CITY OF MIAMI, COUNTY OF DAE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS, WITHID THIS STATE.

ACKNOWLEDGEMENT: (Must be signed by designsted agent).

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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.

BY: JORGE RICHARD

(PRIMINIT AGENT)

FILEU
98 MAR 25 PM 3: 01
SECRETARY OF STATE
SECRETARY OF STATE