

TRANSMITTAL LETTER

P980000035456

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 AM 9:37

200002492032-1-2
-04/17/98--01043--005
*****70.00 *****70.00

SUBJECT: SALUD Magazine, Corporation

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00

FROM: First USA Trust, Corporation
3191 Coral Way #641 - Miami, FL 33145
Phone (305) 444-6700

REMARKS:

Return the submitted copy of the articles of incorporation to the above-mentioned incorporator.

ZOILA M. LLANUZA P. O. BOX 450433 MIAMI, FL 33245-0433		63-643/670 09066	122
PAY TO THE ORDER OF <u>Secretary of State</u>		<u>4/8</u> 19 <u>98</u>	\$ <u>70.00</u>
<u>seventy</u> 00		DOLLARS	
FIRST UNION First Union National Bank Coral Gables, Florida 24 Hour Information Service 1-800-735-1012		Benefit Banking®	
FOR <u>SALUD Magazine, Corp.</u>		<u>Zoila Llanuza</u> MP	
⑆067006132⑆1090015002769⑈ 0122			

©Clarke American W

RP
04-20-98

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: SALUD Magazine, Corporation

ARTICLE II - PRINCIPAL OFFICE

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

3191 Coral Way #641 - Miami, FL 33145

ARTICLE III - SHARES

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

1,000 (One Thousand)

ARTICLE IV - REGISTERED AGENT

The name and address of the registered agent is:

First USA Trust, Corporation - 18090 Collins Ave. #104 - Sunny Isles, FL 33160

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

First USA Trust, Corporation - 18090 Collins Ave. #104 - Sunny Isles, FL 33160

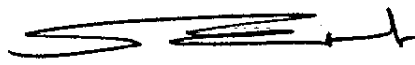
ARTICLE VI - DIRECTORS

The name and street address of the director and president to these Articles of Incorporation is:

Zoila Llanuza, 3191 Coral Way #641 - Miami, FL 33145

The undersigned incorporator has executed these Articles of Incorporation this April 10, 1998:

First USA Trust, Corporation:



Frank Veit, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 AM 9:37

CERTIFICATE OF DESIGNATION REGISTERED AGENT & REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and office, in the State of Florida.

I. NAME

The name of the corporation is: SALUD Magazine, Corporation

II. REGISTERED AGENT

The name and address of the registered agent is:

First USA Trust, Corporation
(Registered in the State of Florida under P9500008432)
18090 Collins Ave. #104
Sunny Isles, FL 33160

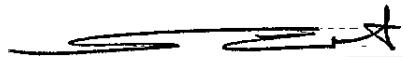
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 AM 9:37

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 THE CAPACITY.

WE FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF OUR DUTIES, AND WE ARE FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF OUR POSITION AS REGISTERED AGENT.

The undersigned Registered Agent has executed these Designation on this April 10, 1998:

First USA Trust, Corporation:



Frank Veit, President