

4/27/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:35 PM

((H9800007898 3))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: AVILA INC.

AUDIT NUMBER.....H98000007898

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

Connect: 00:01:26

FILED

98 APR 28 AM 8:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-4/29/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 28, 1998

EMPIRE

SUBJECT: AVILA INC.
REF: W98000009353

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE PREPARER INFORMATION ON THIS DOCUMENT IS NOT LEGIBLE TO SMALL AND TO DARK.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000007898
Letter Number: 098A00022711

498000007898

ARTICLES OF INCORPORATION

AVZIG INC.

The undersigned does hereby associate himself for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights and privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be

AVZIG INC.

ARTICLE II

The general nature of the business or businesses to be transacted is: any lawful business permitted by the laws of the State of Florida and the United States.

ARTICLE III

The amount of authorized capital stock of the corporation shall be one-thousand (1000) shares of common stock with par value of One Dollar (\$1.00) per share. The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of Florida, the value of such property, labor or services to be determined by the Board of Directors.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall be at least Five Hundred Dollars (\$500.00).

THOMAS E. KRAUSE, ESQ.
FLORIDA BAR # 044368
9700 S. DIXIE HWY #550
MIAMI, FL 33156
(305) 670. 6238

498000007898

98 APR 28 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H98000007898

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The post office address of the principal office of the corporation shall be 9492 South Dixie Highway, Miami, Florida with the privilege, however of having branch offices and places of business at any other place or places within the State of Florida or in foreign countries.

ARTICLE VII

The affairs of the corporation shall be conducted by a Board of at least one (1) director who need not be a stockholder.

ARTICLE VIII

The name and address of the first Board of Directors of the Corporation who, subject to the provisions of the Articles of Incorporation, the by-laws and general corporation laws of Florida, shall hold office until their successors have been elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
DAVE ZIGHELBOIM	9492 South Dixie Highway, Miami, FL

ARTICLE IX

The name and address of the subscriber of these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
DAVE ZIGHELBOIM	9492 South Dixie Highway, Miami, FL

H98000007898

498000007898

ARTICLE X

The Corporation shall at all times have the corporate powers presently given to the corporations by the statutes and laws of the State of Florida; and, it shall have such further powers as from time to time, hereafter, are given to corporations by the statutes and laws of the State of Florida. The Corporation is expressly authorized to enter into, honor and be bound by stockholder's agreements with and among stockholders of the Corporation. The Corporation is, further, authorized to enter into partnerships and joint ventures with other persons, firms and corporations.

IN WITNESS HEREOF, the undersigned has made and subscribed to these Articles of Incorporation on the 27th day of April, 1998.

David J. [Signature]

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared DAVE ZIGHELBOIM, to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged that he made and subscribed the same for the purposes and uses therein mentioned and set forth.

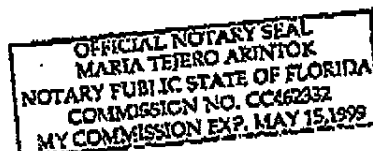
WITNESS my hand and seal at said County and State this 27th day of April, 1998.

Maria Tejero Arinton
Notary Public, State of Florida

My commission expires:

498000007898

3



498000007898

RESIDENT AGENT DESIGNATION

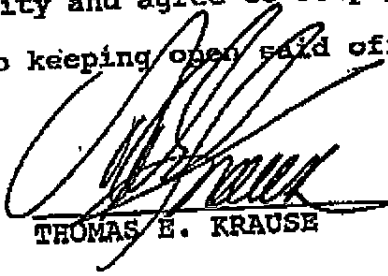
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

AVZIG 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 City of Miami, County of Dade, State of Florida, has named THOMAS E. KRAUSE, located at 9700 South Dixie Highway #550, Miami, FL 33156, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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 provisions of said Act relative to keeping open said office.


THOMAS E. KRAUSE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 28 AM 8:15

FILED

498000007898