

5/20/98

P98000045754

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

5:20 PM

((H98000009556 5))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: SEGOVIA HOLDINGS, INC.

AUDIT NUMBER.....H98000009556

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

CERT. OF STATUS..0

PAGES..... 5

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

NUM

Connect: 00:02:38

APPROVED
AND
FILED
98 MAY 21 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 21 1998

498000009556

**ARTICLES OF INCORPORATION
OF
SEGOVIA HOLDINGS, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is SEGOVIA HOLDINGS, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall be on the date of filing of these Articles of Incorporation with the Secretary of State.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities.

Prepared by: VILA & PADRON, P.A.
Oscar J. Vila, III (Fla. Bar #899976)
338 Minorca Ave.
Coral Gables, FL 33134
(305) 461-4888

498000009556

98 MAY 21 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

1198000009556

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 1435 S.W. 82nd Place, Miami, Florida 33144, and the name of the initial registered agent of this corporation at that address is Monica Morera.

ARTICLE VI

PRINCIPAL OFFICE

The initial principal place of business and mailing address of this corporation shall be: 1435 S.W. 82nd Place, Miami, Florida 33144.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator subscribing to these Articles of Incorporation is Monica Morera, 1435 S.W. 82nd Place, Miami, Florida 33144.

ARTICLE VIII

The names and street addresses of the initial Officers and Directors, who shall hold office the first day of the corporation's existence until their successors are elected are:

Officers:

| | |
|------------|---------------|
| President: | Monica Morera |
| Secretary: | Monica Morera |
| Treasurer: | Monica Morera |

Director:

Monica Morera

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

1198000009556

498000009556

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of May, 1998.

Monica Morera
Monica Morera, Incorporator

498000009556

1198000009556

CERTIFICATE OF REGISTERED AGENT
OF
SEGOVIA HOLDINGS, INC.

Pursuant to Section 607.0501 and 607.0505 of the Florida Statutes, the following is submitted, in compliance therewith:

That SEGOVIA HOLDINGS, INC., desiring to organize under the laws of the State of Florida, has named Monica Morera, 1435 S.W. 82nd Place, Miami, County of Dade, State of Florida, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, including the obligations provided in Florida Statutes Section 607.0505.

Dated this 20 day of May, 1998.

By: Monica Morera
Monica Morera

APPROVED
AND
FILED
98 MAY 21 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1198000009556