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6/19/98

FLORIDA DIVISION OF CORPORATIONS
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((H98000011493 7))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: RING AROUND, INC.

AUDIT NUMBER.....H98000011493

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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TALLAHASSEE FLORIDA

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**FLORIDA DEPARTMENT OF STATE****Sandra B. Mortham**
Secretary of State

June 19, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: RING AROUND, INC.
REF: W98000014190

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 REGISTERED AGENTS NAME MUST BE ON CERTIFICATE.

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

Neysa Culligan
Document SpecialistFAX Aud. #: H98000011493
Letter Number: 998A00034117

ARTICLES OF INCORPORATION
OF

RING AROUND, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **RING AROUND, INC.**

The principal place of business of this corporation shall be:

3191 Coral Way, Suite 100, Miami, Fl. 33145

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time

100 shares at \$1.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Mayra Mederos
820 Palermo Avenue
Coral Gables, Fl. 33134

Jorge C. Mederos
820 Palermo Avenue
Coral Gables, Fl. 33134

PREPARED BY: MAYRA MEDEROS
820 Palermo Ave.
Coral Gables, Fl. 33134
(305) 962-1336

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Mayra Mederos
820 Palermo Avenue
Coral Gables, Fl 33134

Jorge C. Mederos
820 Palermo Avenue
Coral Gables, Fl 33134

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 15th day of JUNE, 1998.

Signature(s) of Incorporator(s)

Mayra Mederos
Jorge C Medero.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

RING AROUND, INC.

2. The name and address of the registered agent and office is:

MAYRA MEDEROS

820 Palermo Avenue

(P.O. BOX NOT ACCEPTABLE)

Coral Gables, Florida 33134

(CITY/STATE/ZIP)

SIGNATURE

Mayra Mederos

TITLE

President

DATE

June 15, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Mayra Mederos

DATE

June 15, 1998