

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JUN 29 PM 1:28

P98000057821

Sorema Management Company  
of Miami

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-06/29/98--01026--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

98 JUN 29 AM 10:14  
DIVISION OF CORPORATIONS

Signature \_\_\_\_\_

Requested by: CLJ

Name \_\_\_\_\_

Date 6/29

Time 9:20

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File Photo
- \_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- ☒ Photo Copy \_\_\_\_\_
- \_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_ Courier \_\_\_\_\_

RP  
06-29-98

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF

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SOREMA MANAGEMENT COMPANY OF MIAMI

I.

The name of the corporation is: Sorema Management Company of Miami.

II.

The address of the principal office and the mailing address of the corporation is: Douglas Entrance, Executive Tower, Suite 365, 800 Douglas Road, Coral Gables, Florida 33134.

III.

The number of shares the corporation is authorized to issue is: 1,000,000 (one million) no par common.

IV.

The street address of the initial registered office of the corporation is: Douglas Entrance, Executive Tower, Suite 365, 800 Douglas Road, Coral Gables, Florida 33134, and the name of its initial registered agent at such address is: Pierre Van Den Boom.

V.

The number of directors constituting the initial board of directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify is: Alexis Ruset, 20 Rue Washington, Paris, France 75008.

VI.

The name and address of the incorporator is: Robins, Kaplan, Miller & Ciresi L.L.P., 2600 One Atlanta Plaza, 950 E. Paces Ferry Road, N.E., Atlanta, Georgia 30326-1119.

VII.

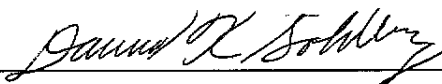
A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director, except for liability (1) for a violation of the criminal law (unless the director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful), (2) for any transaction from which the director derived an improper personal benefit, (3) for voting for or assenting to a distribution made in violation of the Florida Business Corporation Act, section 607.0834, or the Articles of Incorporation if it is established that he did not perform his duties in compliance with the Florida Business Corporation Act, section 607.0830, or (4) for acts or omissions which involve willful misconduct or conscious disregard for the best interests of the corporation.

VIII.

Shareholder action may be taken without a meeting if written consent, setting forth the action so taken, is signed by persons who would be entitled to vote not less than the minimum number of shares that would be necessary to authorize or take the action, subject to the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25th day of June, 1998.

ROBINS, KAPLAN, MILLER & CRESI L.L.P.  
INCORPORATOR

By: 

### ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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 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.

This the 25<sup>th</sup> day of June, 1998.

Pierre Van den Boom  
Pierre Van Den Boom

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