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FLORIDA DIVISION OF CORPORATIONS
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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: SALAS & CO., INC.

AUDIT NUMBER.....H98000013236

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

CERT. OF STATUS..0

PAGES..... 3

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: SALAS & CO., INC.
REF: W98000016235

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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

THE NAME CONFLICT IS SALAS, LTD. DOC #A32802. YOU MUST ONLY LIST ONE CORPORATE SUFFIX.

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

Neysa Culligan
Document Specialist

FAX Aud. #: H98000013236
Letter Number: 098A00037999

ARTICLES OF INCORPORATION
OF
SALAS GROUP, 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: SALAS GROUP, INC.

The principal place of business of this corporation shall be:

2000 N.E. 135 street, Suite 1006, North Miami, Fl. 33181

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 is:

500 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):

DANIEL SALAS/PRES. 1860 Alameda Dr.
North Miami, Florida 33181

LEONARD GORDON/SEC-TREAS. P.O. BOX 600615
Miami, Florida 33160

PREPARED BY: MICHAEL I. SANTUCCI, ESQ.
5201 N.W. 74 Ave.
Miami, Fl. 33166
(800) 714-6191
FL. BAR# 0105260

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ARTICLE VI INCORPORATOR(S)

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

DANIEL SALAS 1860 Alamanda Drive, North Miami, Fl. 33181

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 16th day of July, 1998

Signature(s) of Incorporator(s)

Daniel Salas

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TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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:

SALAS GROUP, INC.

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

DANIEL SALAS 1860 Alamanda Drive

(P.O. BOX NOT ACCEPTABLE)

NORTH MIAMI, FLORIDA 33181

(CITY/STATE/ZIP)

SIGNATURE

Daniel Salas

TITLE

Incorporator

DATE

July 16, 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

Daniel Salas

DATE

July 16, 1998