10/29/98



5:00 PM

(((H98000020210 4)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6013

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: HUNNEFELD & ASSOCIATES, P.A.

AUDIT NUMBER H98000020210

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

CERT. OF STATUS..0

PAGES..... 6
DEL METHOD. FAX

CERT. COPIES....1

DEL.METHOD.. FAX EST.CHARGE.. \$78.75

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 CAPS Connect: 00:01:30

98 OCT 30 AM 8: 38
SECREFARY OF STATE
TALLAHASSEE, FLORIDA

ne 10/30/98

P. 01

FILED

ARTICLES OF INCORPORATION

98 OCT 30 AM 8: 38

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

HUNNEFELD & ASSOCIATES, P.A.

The undersigned hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida Corporation Act, Florida Statutes, Chapter 607.

<u>ARTICLE I</u>

<u>NAME</u>

The name of this corporation shall be as set forth above.

ARTICLE II

GENERAL NATURE OF BUSINESS AND POWERS

The business of this corporation shall be any legal business.

<u>ARTICLE III</u>

CAPITAL STOCK

One million shares of stock shall be issued.

Prepared by: Henry J. Hunnefeld, Esq.

Bac number 343811 | 1925 Ponce De Lean Blud.

coral Gebles, F1.33134 (305) 443.0020

119180000 20210 ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Henry J. Hunnefeld 1925 Ponce De Leon Boulevard Coral Gables, Florida 33134

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTOR

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

<u>ARTICLE VII</u>

INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

Henry J. Hunnefeld 1925 Ponce De Leon Boulevard Coral Gables, Florida 33134

498000020210

H98000020210

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII

PRINCIPAL OFFICE

The principal office of the corporation is as follows:

1925 Ponce De Leon Boulevard Coral Gables, Florida 33134

ARTICLE IX

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Henry J. Hunnefeld 1925 Ponce De Leon Boulevard Coral Gables, Florida 33134

ARTICLE X

CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

H-800002021D

H98000020210

ARTICLE XI

<u>AMENDMENT</u>

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporators, have executed the foregoing Articles of Incorporation as on the 27 day of October, 1979.

Nemy Henn file

STATE OF FLORIDA}

SS:
COUNTY OF DADE }

BEFORE ME, a Notary Public, that on this day personally appeared, the Incorporator of Hunnefeld & Associates, P.A., to me known to be the person described in or who have produced FOL as identification and who (did/did not) take an oath and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he/she subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at

sign: Belie Cocci

Notary Public, State of Florida C

my commission expires:

BERTHA ROZIER
MY COMMISSION & CC 560561
EXPRES: June 10, 2000
Burded Thru Manny Public Underwitters

49800020210

+193000020210

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Section 617.0501, Florida Statutes, the following is submitted, in compliance with said Statutes:

That Hunnefeld & Associates, P.A., desiring to organize under the laws of the State of Florida, with its registered office at 1925 Ponce De Leon Boulevard, Coral Gables, Florida 33134 has named Henry J. Hunnefeld located at 1925 Ponce De Leon Boulevard, Coral Gables, Florida 33134, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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.

98 OCT 30 MM 8: 38
SECKE LAKE OF STATE
LIANASSEE, FLORIDA

H980007a0a10