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TERESA98 FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

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CONTACT: TERESA ROMAN PHONE: (850)385-6735  
(850)561-1025

FAX #:

NAME: SUSYMOR INTERNATIONAL CORP. AUDIT NUMBER.....H98000022194 DOC  
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SUSYMOR INTERNATIONAL CORP.**

The undersigned, natural person competent to contract, hereby subscribes to these Articles of Incorporation in order to form a corporation under the laws of the State of Florida for the purposes hereinafter stated.

**ARTICLE I. NAME AND PRINCIPAL OFFICE**

The name of this corporation shall be:

**SUSYMOR INTERNATIONAL CORP.**

and the initial mailing address of the corporation shall be:

1317 Astoria Avenue  
Coral Gables, Florida 33134

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

The general nature of the business and activities to be transacted and carried on by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$ 1.00 per share.

**ARTICLE IV. TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing upon filing of these articles.

**ARTICLE V. REGISTERED AGENT AND REGISTERED OFFICE**

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

This Document prepared by:  
Law Offices of John M. Thomson  
370 Minorca Avenue, Suite One  
Coral Gables, FL 33134  
305-443-5444

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<u>NAME</u>	<u>ADDRESS</u>
John M. Thomson	The Law Center, Suite One 370 Minorca Ave., Suite One Coral Gables, FL 33134

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

**ARTICLE VI. NUMBER OF DIRECTORS**

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

**ARTICLE VII. INITIAL DIRECTOR**

The names and street addresses of the persons named as initial directors of this corporation who shall hold office until the First Annual Meeting of Shareholders, or until their successor is elected or appointed and has qualified, whichever occurs first, are:

<u>NAME</u>	<u>ADDRESS</u>
Robert L. Ferreira	1317 Asturia Avenue Coral Gables, Florida 33134

**ARTICLE VIII. INCORPORATOR**

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

<u>NAME</u>	<u>ADDRESS</u>
John M. Thomson	2600 Cardena Street, Villa #3 Coral Gables, Florida 33134

**ARTICLE IX. BY-LAWS**

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or directors in any manner permitted by the by-laws.

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**ARTICLE X. FINANCIAL INFORMATION**

The corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

**ARTICLE X. AMENDMENT**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator, has executed the foregoing Articles of Incorporation this 23 day of November, 1998.

  
JOHN M. THOMSON, Incorporator

STATE OF FLORIDA            )  
  ) ss  
COUNTY OF MIAMI-DADE    )

BEFORE ME, a Notary Public, personally appeared JOHN M. THOMSON, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation this 23 day of November, 1998.

NOTARY PUBLIC

sign   
print BRENDA E. SMITH  
State of Florida at Large



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**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of SUSYMOR INTERNATIONAL CORP, which is contained in the foregoing Articles of Incorporation.

DATED this 23 day of November, 1998.

  
JOHN M. THOMSON

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