

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.**AMERISI CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AMERISI CORP.**

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be AMERISI CORP. The principal place of business of this corporation shall be 7120 N.W. 50TH STREET, MIAMI, FLORIDA 33166.

ARTICLE II.

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III. 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 IV. CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares	Par Value	Class of Stock
1000	\$1.00	Common

A. Elizabeth Guerra-Suarez
10840 S.W. 113th Place
Miami, Florida 33176
Tel.: 305.443.1919

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All of said stock shall be payable in cash, real or personal property, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be 10840 S.W. 113TH PLACE, MIAMI, FLORIDA 33176, and the name of the initial registered agent of the corporation at that address is CARLOS M. PAZOS.

ARTICLE VI. DIRECTORS AND OFFICERS

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The names and addresses of the directors and officers of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

Hector Jaime Barona
7120 N.W. 50th Street
Miami, Florida 33166

Director, President, Vice President
Treasurer and Secretary

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Carlos M. Pazos
10840 S.W. 113th Place
Miami, Florida 33176

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ARTICLE VIII.

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law for such acts of the officer or director or former officer or director while acting in a corporate capacity.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 8th day of March, 1999.

By: CARLOS M PAZOS

Carlos M. Pazos, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

Having been appointed the registered agent of AMERISI CORP., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Sections 607.0501 and 607.0502 on the undersigned as registered agent.

Executed this 9th day of March, 1999.

CARLOS M. PAZOS

Carlos M. Pazos, Registered Agent

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TALLAHASSEE, FLORIDA