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THE LAW OFFICE OF
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March 10, 1999

Division of Corporation
Florida Dept. of State
P.O. Box 6327
Tallahassee, FL 32314

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-03/12/99--01044--010

****122.50 *****78.75

Dear Sir/Madam:

Enclosed is the Article of Incorporation of FUNMI CORPORATION for filing, and the filing fee in the amount of \$122.50. PLEASE RETURN THE CORPORATE CERTIFICATE TO ME AT THE ADDRESS HEREIN.

Very truly,


PETER LOBLACK

FILED
99 MAR 12 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
3/18/99

ARTICLES OF INCORPORATION

OF

FUNMI CORPORATION

FILED

99 MAR 12 AM 9:58

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I
NAME

The name of the corporation is FUNMI CORPORATION (hereinafter called the ("Corporation")).

ARTICLE II
INITIAL ADDRESS

The address of the principal office and the mailing address of the Corporation is 9920 N.W. 27th Avenue, Miami, Florida 33147.

ARTICLE III
AUTHORIZED SHARES

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
500,000	\$ 1.00	Common
100,000	\$100.00	Non-voting cumulative Preferred

ARTICLE IV
MEETING OF THE BOARD

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V
REGISTERED AGENT

The street address of the Corporation's initial registered office is the Law Office of Peter Loblack, P.A., Office Park at the California Club, 1031 Ives Dairy Road, Suite 125, Miami, FL 33179, and the name of its initial registered agent at such office is Peter Loblack, Esquire.

ARTICLE VI
BOARD OF DIRECTORS AND ELECTION

The corporation shall have a Board of Directors consisting of at least one (1) director. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Shareholders but shall never be less than one. The name address of the initial Director of this Corporation is: F.V. Kolawole-Taylor, 9920 N.W. 27th Avenue, Miami, FL 33147.

ARTICLE VIII
INFORMAL SHAREHOLDERS' ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken is signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporation records.

ARTICLE IX
INCORPORATOR NAME AND ADDRESS

The name and address of the Incorporator is as follows: F.V. Kolawole-Taylor, c/o Law Office of Peter Loblack, P.A., Office Park at the California Club, 1031 Ives Dairy Road, Suite 125, Miami, FL 33179.

ARTICLE X
INDEMNIFICATION

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

ARTICLE XI
AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights privileges conferred upon any Shareholders, Directors, and Officers are subject to this reservation.

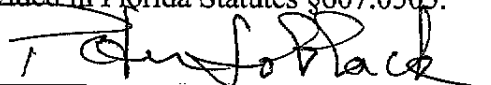
The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the corporation.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Business Corporation Act of the State of Florida has signed these Articles of Incorporation this ____ day of March, 1999.


F.V. Kolawole-Taylor, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of FUNMI CORPORATION hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

BY: 
PETER LOBLACK, Esq., Registered Agent

Date: March 10, 1999.