

LAW OFFICES  
OF  
MICHAEL I. FINESILVER  
ATTORNEY AT LAW

MICHAEL I. FINESILVER  
MEMBER OF FLORIDA BAR, ADMITTED  
TO U.S. DISTRICT COURT, SOUTHERN  
DISTRICT OF FLORIDA

SUITE 372  
420 LINCOLN ROAD  
MIAMI BEACH, FLORIDA 33139  
TELEPHONE: (305) 672-0045  
FAX: (305) 672-8363  
EMAIL: MIKEFINE@BELLSOUTH.NET

April 27, 1999

Ms. Kimberly Rolfe  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Ms. Rolfe:

Enclosed you will find the original (and one copy) Articles of Incorporation of **Irtia, Inc.** Additionally, I have enclosed a check for \$78.75 to cover the filing fees, registered agent designation, and certified copy.

A self-addressed stamped envelope has been provided for the return of my certified copy. If there are any errors or questions, please phone or write.

Thank you for your attention to this matter.

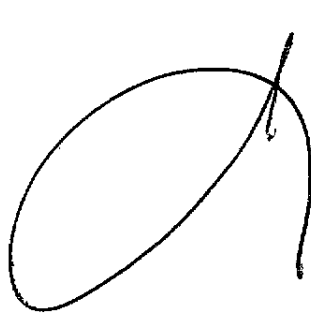
Very Truly Yours,

  
Michael I. Finesilver, Esq.

Enclosure

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-05/04/99--01020--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
99 APR 30 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**  
**"irtia., Inc."**

**ARTICLE I**

**NAME OF CORPORATION**

The name of this Corporation shall be "irtia., Inc."

**ARTICLE II**

**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation will be **937 Meridian Avenue, Suite #3, Miami Beach, FL 33130**

**ARTICLE III**

**TERM OF EXISTENCE**

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date and time of filing of the Articles of Incorporation by the Department of State stated herein below.

**ARTICLE IV**

**PURPOSE AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business and shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE V**

**CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of common stock having par value of \$1.00 per share.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is **420 Lincoln Road, Suite 372, Miami Beach, Florida 33139** and the initial registered agent is **Michael I. Finesilver, Esq.**

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99 APR 30 AM 8:04  
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TALLAHASSEE FLORIDA

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 director initially. The number of directors may be increased from time to time as provided in the by-laws. The name and address of the initial director and principal office of this Corporation are:

**Jack Devoe Benggio  
8020 West Drive, #351  
North Bay Village, Florida, 33141**

**Jennifer K. Roberts  
937 Meridian Avenue, Suite 3  
Miami Beach, FL 33139**

## **ARTICLE VIII**

### **INCORPORATORS**

The name(s) and address(es) of the people signing these Articles of Incorporation are:

**Jack Devoe Benggio  
8020 West Drive, #351  
North Bay Village, Florida, 33141**

**Jennifer K. Roberts  
937 Meridian Avenue, Suite 3  
Miami Beach, FL 33139**

## **ARTICLE IX**

### **EXECUTIVE COMMITTEE**

The Board of Directors may, by resolution, designate one or more of their number to substitute an Executive Committee, who, to the extent provided in such resolution, or in the by-laws of the Corporation, shall have and may exercise the powers of the Board or Directors. The Board of Directors may, by resolution, discontinue the Executive Committee or change the members thereof at any time.

## **ARTICLE X**

### **INDEMNIFICATION**

The Corporation shall indemnify any officer or director or any former or director or member of the Executive Committee or any shareholder to the full extent provided by law.

## ARTICLE XI

### AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation

this 27<sup>th</sup> day of APRIL, 1999.

Jack Devoe Benggio  
Jack Devoe Benggio  
Jennifer K. Roberts  
Jennifer K. Roberts

STATE OF Fla  
COUNTY OF Dade

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared

Jack D. Benggio Jennifer K. Roberts  
known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above-named person: personally known to me and that an oath (was) (was not) taken.

Notary Rubber Stamp Seal



MICHAEL I. FINESILVER  
My Commission CC543865  
Expires Jun. 07, 2000

Witness my hand and official seal in the County and State last aforesaid this 27 day of April, AD 1999.

Michael I. Finesilver  
Notary Signature

Michael I. Finesilver  
Printed Notary Signature

**DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 607.050, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:**

That **irtia., Inc.**, desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at the City of Miami Beach, State of Florida, has named **Michael I. Finesilver, Esq.**, located at **420 Lincoln Road, Suite 372, Miami Beach, Florida 33139** as its agent to accept Service of Process within Florida.

SIGNATURE:

*Jack Devoe Benggio*  
Jack Devoe Benggio  
*Jennifer K. Roberts*  
Jennifer K. Roberts

DATE:

*APRIL 27TH*, 19 *99*.

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 state that I am familiar with the obligations of this position and agree to comply with the provisions of all statutes relative to the proper performance of my duties.

SIGNATURE:

*Mark E. Funn*

DATE:

*April*, *27* 19 *99*.

**FILED**  
99 APR 30 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA