

LAW OFFICES OF
KURZBAN KURZBAN WEINGER AND TETZELI, P.A.

PLAZA 2650
2650 S.W. 27TH AVENUE
SECOND FLOOR
MIAMI, FLORIDA 33133

TELEPHONE (305) 444-0060

TELECOPIER
(305) 444-3503

April 22, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir/Madame:

Enclosed is an original and one copy of the Articles of Incorporation of Mi-Maus Corporation.
Additionally, enclosed is our check for \$78.75 covering the filing fee.

Thank you very much.

Very truly yours,

Ira J. Kurzban

IJK/lev
Enclosures
L.../Sec.State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/5/99
AM

**ARTICLES OF INCORPORATION
OF
MI-MAUS CORPORATION**

I, the undersigned, hereby execute the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I: NAME

The name of the Corporation shall be: **MI-MAUS CORPORATION**

ARTICLE II: PRINCIPAL OFFICE

The street address of the principal office is:

15150 S.W. 167th Street
Miami, FL 33187

ARTICLE III: CAPITAL STOCK

Characteristics of such stock shall be as follows:

Capital Stock authorized: 500 shares

Par Value Thereof: \$1.00

ARTICLE IV: PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE V: REGISTERED AGENT

The name and address of its initial registered agent is:

Maria L. Salazar
15150 S.W. 167th Street
Miami, FL 33187

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TALLAHASSEE, FLORIDA

ARTICLE VII: INCORPORATOR

The name and address of the incorporator to the Certificate of Incorporation is:

Maria L. Salazar
15150 S.W. 167th Street
Miami, FL 33187

I, THE UNDERSIGNED, being the original incorporator herein above-named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock herein above set forth, and seal this 18 day of ~~August, 1998.~~ March, 1999

INCORPORATOR:

Maria L. Salazar
MARIA L. SALAZAR

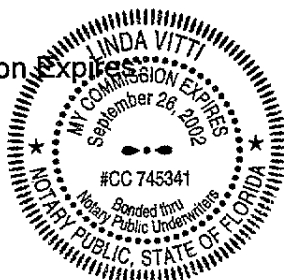
STATE OF FLORIDA)
): ss
COUNTY OF DADE)

I HEREBY ACKNOWLEDGE that on this 18th day of March, 1999, **MARIA L. SALAZAR** personally appeared before me and executed the above Articles of Incorporation, and is either personally known to me or has presented a photographic identification, and acknowledged such Articles of Incorporation to be the free and voluntary act and deed of him or her and that the facts herein stated are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 18th day of ~~August, 1998.~~ March, 1999.

Linda Vitti
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That **MI-MAUS CORPORATION**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named MARIA L. SALAZAR, 15150 S.W. 167th Street, Miami, Florida 33187, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

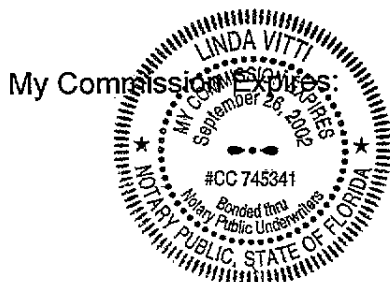
By: *Maria L. Salazar*
MARIA L. SALAZAR

STATE OF FLORIDA)
): ss
COUNTY OF DADE)

I HEREBY ACKNOWLEDGE that on this 18th day of March 1999 personally appeared before me MARIA L. SALAZAR the party to the foregoing Acknowledgement, known to me personally to be such, and acknowledged such Acknowledgement to be the free and voluntary act and deed of her and that the facts herein stated are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 18th day of ~~August, 1998~~
March, 1999

Linda Vitti
NOTARY PUBLIC, STATE OF FLORIDA



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TALLAHASSEE, FLORIDA