



P990000044737
LAW OFFICES
BORTOLIN & DIPETRILLO, P.A.

5005 HIATUS ROAD
SUNRISE, FLORIDA 33351

SONIA M. BORTOLIN
WILLIAM J. DIPETRILLO

TELEPHONE (954) 742-4221

(954) 742-6354

FACSIMILE (954) 742-5034

<http://www.greencardsusa.com>

May 3, 1999

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

100002863301--3

-05/05/99--01044--002

*****78.75 *****78.75

Re. Incorporation Documents

Dear Sir or Madam:

Per your request, please find enclosed corrected Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for *Avila Corporation*.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very truly yours,

Sonia Bortolin

Sonia Bortolin, Esq.

FILED
99 MAY -5 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sonia
AUTHORIZATION BY PHONE TO
CORRECT *Articles*
DATE *5/17/99*
DOC. NO. *44737*

W11482
5-27224

WJM *5/17/99*

**ARTICLES OF INCORPORATION
OF
AVILA ENTERPRISES, INC. —**

FILED
99 MAY -5 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

Article I. Name. The name of the Corporation is

AVILA ENTERPRISES, INC. —

Article II. Term of Existence. This corporation shall have perpetual existence.

Article III. Nature of Business. This corporation will engage in any legal business permitted under the laws of the United States and of this State.

Article IV. Capital Stock. This corporation authorized to issue 1000 shares with \$1.00 par value.

Article V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VI. 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VII. Initial Registered Office and Agent. The Street address of the initial registered office of the corporation is **4361 Dogwood Circle, Weston, FL 33331.** The name of the initial registered agent of the corporation at that address is **Leopoldo Viera.**

Article VIII. INITIAL BOARD OF DIRECTORS. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by - laws but never less than one. The names and addresses of the members of the first Board of Directors, and the Chairperson of the Board, President, Vice President, and Secretary/Treasurer are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Leopoldo Viera	4361 Dogwood Circle Weston, FL 33331	President

Article IX. INCORPORATOR. The name and addresses to the subscribers of these Articles of Incorporation, and the number of shares of stock each agrees to take and the value of consideration is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Leopoldo Viera	4361 Dogwood Circle Weston, FL 33331	1000	\$100.00

Article X. BY-LAWS. The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

Article XI. AMENDMENT. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

Article XII. The street address of the principal place of business is **4361**
Dogwood Circle, Weston, FL 33326.



LEOPOLDO VIERA

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 3 Day of May, 1999.

_____(SEAL)

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared LEOPOLDO VIERA,
known to be and known by me to be the person who executed the foregoing Articles of
Incorporation and he acknowledged before me that he executed the same for the use and
purpose therein expressed.

WITNESS my hand and official seal this 3 Day of May, 1999


NOTARY PUBLIC

Commission Expires:



Sonia Bortolin
MY COMMISSION # CC644575 EXPIRES
May 6, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CONSENT TO APPOINTMENT AS REGISTER AGENT

TO: FLORIDA SECRETARY OF STATE, Division of Corporations, Department of
State, Tallahassee, Florida 32304.

I, **Leopoldo Viera**, do hereby consent to serve as Registered Agent for the corporation
AVILA ENTERPRISES, INC.

This 3 Day of May, 1999



LEOPOLDO VIERA

Address of Registered Agent:
4361 Dogwood Circle,
Weston, FL 33326.

FILED
99 MAY -5 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA