

P990000046217

ROSENTHAL ROSENTHAL RASCO
ATTORNEYS AT LAW

TURNBERRY PLAZA, SUITE 500
2875 NORTHEAST 191ST STREET
AVENTURA, FLORIDA 33180
TELEPHONE 305-937-0300
FACSIMILE 305-937-1311

KEITH R. GAUDIOSO
STACI H. GENET
GARY I. NESBITT
EDUARDO I. RASCO
ALAN S. ROSENTHAL
KERRY E. ROSENTHAL

OF COUNSEL
JEROME S. HOLLO
JORGE LUIS WOLF

May 14, 1999

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

FILED
1999 MAY 18 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: SATY 1001, CORP.

Dear Sir/Madam:

Enclosed herewith please find original and (one) copy of Articles of Incorporation for the above-referenced corporation, along with our check in the amount of \$78.75, representing the necessary filing fee.

Please file said Articles of Incorporation, and return a certified copy of the same to us in the enclosed stamped returned envelope, provided for your convenience.

Thank you for your courtesy and cooperation in this matter. Should you have any questions, please do not hesitate to contact us at (305) 937-0300.

Very truly yours,

400002878864--0
-05/18/99--01058--010
*****78.75 *****78.75

ROSENTHAL ROSENTHAL RASCO

BY:


Elaine M. Hing, Legal Assistant

/emh

encls.

FILED

1999 MAY 18 PM 4: 43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SATY 1001, CORP.

ARTICLE ONE:

The name of this corporation is: **SATY 1001, CORP.**

ARTICLE TWO:

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE THREE:

The aggregate number of shares which this corporation shall have authority to issue is TEN THOUSAND (10,000) shares of common stock, ONE (\$1.00) DOLLAR par value, shall be designated as "Common Shares".

ARTICLE FOUR:

Shareholders of this corporation shall have full preemptive rights to acquire unissued or treasury shares of the corporation.

ARTICLE FIVE:

The street address of the initial principal office of this corporation is:

2875 N.E. 191 Street, Suite 500, Aventura, FL 33180

and the name and address of the Registered Agent of this corporation is:

Kerry E. Rosenthal
Rosenthal Rosenthal Rasco
2875 NE 191 Street, Suite 500
Aventura, FL 33180

ARTICLE SIX:

This corporation shall have one (1) director to constitute its initial Board of Directors. The number of directors of the corporation may subsequently be increased or decreased from time to time according to the

By-Laws of the corporation, but shall never be less than one (1). The names and addresses of the initial director of this corporation is:

Moises Ruben
c/o Rosenthal Rosenthal Rasco
2875 N.E. 191 Street, Suite 500
Aventura, FL 33180

ARTICLE SEVEN:

The name and address of the Incorporator of this corporation, who is the person signing these Articles is:

Kerry E. Rosenthal
Rosenthal Rosenthal Rasco
2875 NE 191 Street, Suite 500
Aventura, FL 33180

ARTICLE EIGHT:

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

NOW THEREFORE, the undersigned Incorporator has executed these Articles of Incorporation this 14 day of May, 1999.


Kerry E. Rosenthal, Incorporator

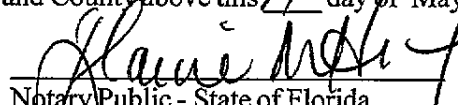
STATE OF FLORIDA)

SS

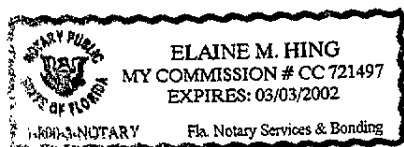
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared KERRY E. ROSENTHAL, to me well known to be the person described as the Incorporator in and who, in my presence, executed the foregoing Articles of Incorporation, and who acknowledged before me that subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County above this 14 day of May, 1999.



Notary Public - State of Florida

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

I, KERRY E. ROSENTHAL, the undersigned, having been designated as Registered Agent in the above and foregoing Articles of Incorporation of, do hereby accept such designation and agree to comply with the Laws of the State of Florida relative thereto.


KERRY E. ROSENTHAL
Registered Agent

FILED
1999 MAY 18 PM 4: 43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA