

LAW OFFICES OF JORGE GAVIRIA, P.A.

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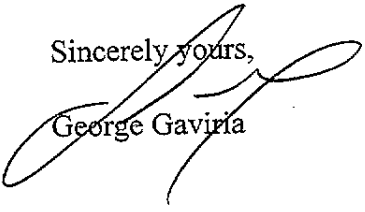
Nov 10, 1999

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

Re: I.F.M.G., Corp.

Enclosed please find the Articles, together with a check in the amount of \$70.00. Please forward a copy to the above address.

Sincerely yours,


George Gaviria

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TALLAHASSEE, FLORIDA

gjc 11/16

ARTICLES OF INCORPORATION

OF

I.F.M.G., CORP.

In compliance with the requirements of the Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is I.F.M.G., CORP.

ARTICLE II

The mailing address of the corporation is:
3850 SW 87 Ave. Suite 301, Miami, Florida 33165

ARTICLE III

The maximum number of shares this corporation is authorized to issue is ONE HUNDRED (100), all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The purpose of this corporation shall be to engage in any general purpose authorized by Florida Statutes Chapter 607.

ARTICLE V

The initial street address of the corporation's principal office is: 3850 SW 87 Ave. Suite 301, Miami, Florida 33165.

The Registered Agent for the corporation is:

Rodolfo F. Sori
3850 SW 87 Ave.
Miami, Florida 33165

TALLAHASSEE, FLORIDA

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ARTICLE VI

The initial Board of Directors shall consist of two members. The names and addresses who will serve on the initial Board of Directors are:

Rodolfo F. Sori
3850 SW 87 Ave.
Suite 301
Miami, Florida 33165

Zoe F. Torrès
3850 SW 87 Ave.
Miami, Florida 33165

ARTICLE VII

The names and addresses of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Rodolfo F. Sori	3850 SW 87 Ave. Suite 301 Miami, Florida 33165

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

PREEMPTIVE RIGHT

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares equals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waive submitted by

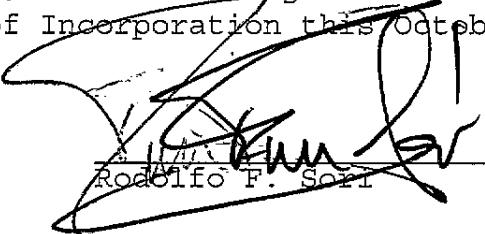
the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X

MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by Florida Statute 607.0820(4).

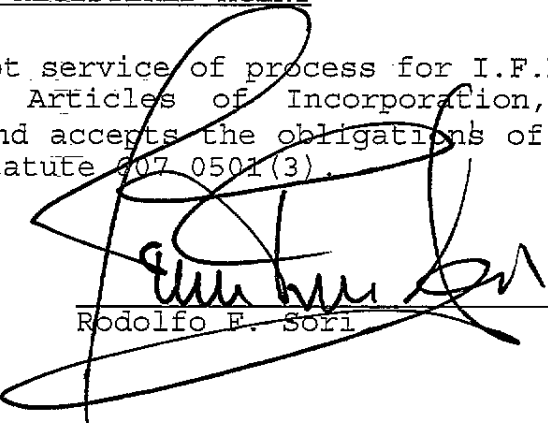
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this October 14, 1999.


Rodolfo F. Sori

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STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for I.F.M.G., Corp., as designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).


Rodolfo F. Sori