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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE

12-18-00

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 19 PM 1:47

FLORIDA PROFIT CORPORATION OR P.A.

Biaritz Group Inc.

Certificate of Status	1
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EFFECTIVE DATE
12-18-00

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Biaritz Group Inc.

Article II. Address

The Corporation's mailing address is:
Biaritz Group Inc.
C/O Minbish-Riteway
260 Crandon Blvd., Suite 15
Key Biscayne FL 33149

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Julio Manguart
1428 Brickell Avenue
Main Floor
Miami FL 33131

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Tom Godby
Jennifer Godby
Richard Hasselback
Edward Quinlan
Mary-Lou Quinlan

Michele Padovan
Cuchi Smith
Mabel Betancourt

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Julio Manguart | FL Bar Member 298220
Manguart & Associates P.A.
1428 Brickell Avenue
Main Floor
Miami FL 33131
305-372-8889
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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Julio Manguart
Manguart & Associates P.A.
1428 Brickell Avenue
Main Floor
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 18, 2000.

The undersigned incorporator executed these Articles of Incorporation on December 19, 2000.



JULIO MANGUART
by R.A. Fernandez as attorney-in-fact

Julio Manguart | FL Bar Member 298220
Manguart & Associates P.A.
1428 Brickell Avenue
Main Floor
Miami FL 33131
305-372-8889
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

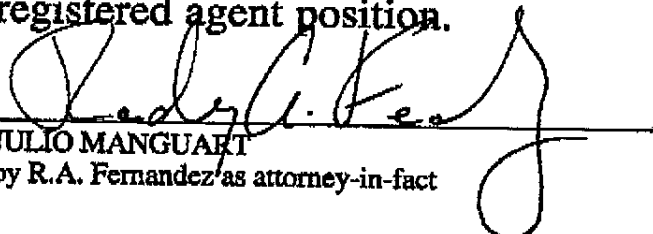
CORPORATION:

Biaritz Group Inc.

REGISTERED AGENT/OFFICE:

**Julio Manguart
1428 Brickell Avenue
Main Floor
Miami FL 33131**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


JULIO MANGUART
by R.A. Fernandez as attorney-in-fact

Date: December 19, 2000

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