

Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 521-1030

FLORIDA PROFIT CORPORATION OR P.A.

VICTORIANA CONSULTANTS, INC.

Certificate of Status	0
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VICTORIANA CONSULTANTS LLC
60 Edgewater Drive
Coral Gables, FL 33133

September 23, 2003

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

RE: VICTORIANA CONSULTANTS, INC.

Dear Sir or Madam:

The undersigned, the authorized person who executed and filed the Articles of Organization of Victoriana Consultants LLC, a Florida limited liability company (the "Company"), on behalf of the Company hereby consents to the formation of "Victoriana Consultants, Inc.", as a Florida corporation under Chapters 607 and 621 of the Florida Statutes. In addition, the undersigned hereby confirms that no membership interests have been issued or officers and directors elected since the formation of the Company.


Robert F. Jacobs, Authorized Representative

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VICTORIANA CONSULTANTS, INC.
(Under Chapters 607 and 621 of the Florida Statutes)

ARTICLE I: The name of the corporation (the "Corporation") is:

Victoriana Consultants, Inc.

ARTICLE II: The mailing address and street address of the principal office of the Corporation is:

Principal Office Address:
60 Edgewater Drive
Coral Gables, FL 33133

Mailing Address:
60 Edgewater Drive
Coral Gables, FL 33133

ARTICLE III: The Corporation is organized to engage in any activity within the purposes for which corporations may be organized under the Florida Statutes and to have all of the powers conferred upon corporations organized under the Florida Statutes.

ARTICLE IV: The aggregate number of shares which the Corporation shall have authority to issue is two hundred (200) common stock shares without par value.

ARTICLE V: The name and the Florida street address of the registered agent are:

Corporation Service Company
1201 Hayes Street
Tallahassee, FL 32301-2607

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

Deborah D. Skipper
Registered Agent's Signature

Deborah D. Skipper
Asst. V. Pres.

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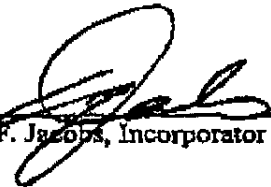
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI: The name and address of the Incorporator are:

Robert F. Jacobs
825 Third Avenue
New York, NY 10022

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on September 23, 2003, and the undersigned affirms that the statements made in these Articles of Incorporation are true under penalties of perjury.



Robert F. Jacobs, Incorporator