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ARTICLES OF INCORPORATION OF NABE CORPORATION

ARTICLE I - NAME

The name of this Corporation is **NABE CORPORATION**, and its address is c/o Louis Nostro, Esq., Shutts & Bowen, LLP, 201 South Biscayne Boulevard, 1500 Miami Center, Miami, FL 33131.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

99 MAY 20 PM 1: 46 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 South Biscayne Boulevard, 1500 Miami Center, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors of this Corporation may be increased or decreased from time to time by the Bylaws of the Corporation, but shall never be less than two (2). The names and addresses of the initial Directors of this Corporation are:

NAME	<u>ADDRESS</u>
Berc Martayan	c/o Roy Martayan 12705 Cypress Road North Miami, FL 33181
Nadya Martayan	c/o Roy Martayan 12705 Cypress Road North Miami, FL 33181

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholder or Director.

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Louis Nostro and his address is: c/o Shutts & Bowen, LLP, 201 S. Biscayne Boulevard, 1500 Miami Center, Miami, FL 33131.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this <u>17</u> day of May, 1999.

LOUIS NOSTRO, Incorporator

us Nostro

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS /7 DAY OF MAY, 1999.

CORPORATION COMPANY OF MIAMI

Lalaine Landau, Assistant Secretary for CORPORATION COMPANY OF MIAMI

(Registered Agent)

99 MAY 20 PH 1: 46
SECRETARY OF STATE.
TALLAHASSEE FEIGURE

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