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RICHARD C. PENA

ALSO ADMITTED IN ALABAMA

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*****122.50 *****78.75

November 27, 1999

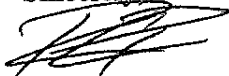
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: PABASAT, INC.

Enclosed are the original and one copy of the articles of incorporations for the above-named proposed Florida corporation. Also enclosed is a check for \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,



Richard C. Pena

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
PABASAT, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation.

**ARTICLE I.
CORPORATE NAME**

The name of the corporation is PABASAT, Inc.

**ARTICLE II.
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation is: 8524 SW 148th Place, Miami, FL 33193.

**ARTICLE III.
CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100.

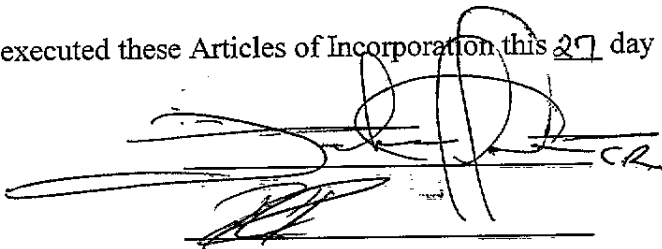
**ARTICLE IV.
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is Richard C. Pena, 1655 Palm Beach Lakes Blvd., West Palm Beach, Florida 33401.

**ARTICLE V.
INCORPORATORS**

The name and address of the incorporators to these articles of incorporation are Richard C. Pena, 1655 Palm Beach Lakes Blvd., West Palm Beach, Florida 33401; Phillip Alfonso, 8524 SW 148th Place, Miami, FL 33193.

The undersigned have executed these Articles of Incorporation this 27 day of November, 1999.



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TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATION OF THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA:

1. The name of the corporation is:

PABASAT, Inc.

2. The name and address of the registered agent and office is:

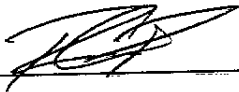
Richard C. Pena, Esq.

1655 Palm Beach Lakes Blvd., Suite 1012

West Palm Beach, Florida 33401

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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature



Date

11/25/99

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TALLAHASSEE, FLORIDA