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

EFFECTIVE DATE
5-4-00

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2000 MAY -5 AM 9:14

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FLORIDA PROFIT CORPORATION OR P.A.

120 SW 5th Avenue Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
120 SW 5th Avenue Inc.

Article II. Address

The Corporation's mailing address is:
120 SW 5th Avenue Inc.
940 SW 22nd Road
Miami FL 33129

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Jose J. De Goti
940 SW 22nd Road
Miami FL 33129

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Jose J. De Goti
Joe Perez

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.

Law Offices of Fernando Garcia, P.A.
8550 NW 33rd Street
Suite 200
Miami FL 33122
305-774-1300

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

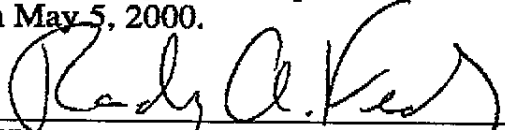
The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 4, 2000.

The undersigned incorporator executed these Articles of Incorporation on May 5, 2000.



CORPORATE CREATIONS INTERNATIONAL INC.
Randy A. Fernandez Vice President

Law Offices of Fernando Garcia, P.A.
8550 NW 33rd Street
Suite 200
Miami FL 33122
305-774-1300

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

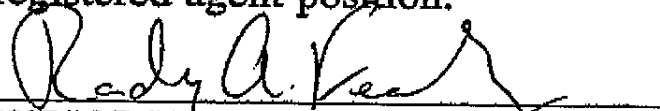
CORPORATION:

120 SW 5th Avenue Inc.

REGISTERED AGENT/OFFICE:

Jose J. De Goti
940 SW 22nd Road
Miami FL 33129

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.


JOSE J. DE GOTI
by R.A. Fernandez as attorney-in-fact

Date: May 3, 2000

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