POOCOS Sar Intermediates & Associates

Devaldes & Associates

Mequestor's Name

8404 SW 40ST

Address

Miami F/ 33B5

City State ZIP Phone

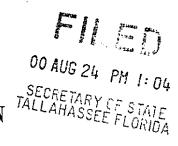
CORPORATION(S) NAME

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Acknowledgment



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ARTICLES OF INCORPORATION OF TEN SOUTH BEACH CORP.

ARTICLE ONE: NAME OF THE CORPORATION.

TEN SOUTH BEACH CORP.

ARTICLE TWO: CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time, is: SIX HUNDRED (600) shares of common stock having a par value of ONE DOLLAR (\$1.00) each.

ARTICLE THREE: NATURE OF BUSINESS AND POWERS.

The general nature of business to be transacted by this Corporation, is to engage in any kind of business permitted under the laws of the State of Florida.

ARTICLE FOUR: TERMS OF EXISTENCE.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLES FIVE: REGISTERED AGENT.

The registered Agent and the street of the initial Registered Agent of this corporation in the State of Florida shall be:

MAGDALENA MEDINA 1915 BRICKELL AVENUE #C-PH5 MIAMI, FL 33129

ARTICLE SIX: BOARD OF DIRECTORS.

This Corporation shall have THREE (3) Directors Initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE SEVEN: INITIAL DIRECTOR(S).

The name(s) of the initial Director(s) of this Corporation and address:

The person(s) named as Initial Director(s) shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified whichever occurs first.

MANUEL R. MARTINEZ 9631 FOUNTAINBLEAU BLVD. #614 MIAMI, FL 33172

CAMILO MEDINA 1915 BRICKELL AVENUE #C-PH5 MIAMI, FL 33129

CESAR ARIAS 5445 COLLINS AVENUE #714 MIAMI BEACH, FL 33140

ARTICLE EIGHT: INCORPORATOR.

The name and street address of the person signing these articles of incorporation as the Incorporator is:

MAGDALENA MEDINA 1915 BRICKELL AVENUE #C-PH5 MIAMI, FL 33129

ARTICLE NINE: OFFICERS OF THE CORPORATION.

The following person(s) have been elected officer(s) of the Corporation:

MANUEL R. MARTINEZ (PRESIDENT) 9631 FOUNTAINBLEAU BLVD. #614 MIAMI, FL 33172

CAMILO MEDINA (SECRETARY & VICE-PRESIDENT) 1915 BRICKELL AVENUE #C-PH5 MIAMI, FL 33129

> CESAR ARIAS (TREASURER) 5445 COLLINS AVENUE #714 MIAMI BEACH, FL 33140

ARTICLE TEN: ADDRESS OF THE CORPORATION.

The principal office of this Corporation shall be:

1020 N.W. 163 DRIVE MIAMI, FL 33169

ARTICLE ELEVEN: AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors and approved at a Stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that certain of these Articles of Incorporation be made.

In witness thereof, the undersigned, as *Incorporator*, has executed the foregoing Articles of Incorporation in Miami, August 17, 2000

Incorporator

Magdalena Medina

STATE OF FLORIDA COUNTY OF MIAMI-DADE

Before me, a Notary Public, personally appeared Magdalena Medina to me known to be the person described as the *Incorporator* and acknowledge before me that he subscribed to these Articles of Incorporation.

Miami, August 17, 2000

Notary Public State of Florida at Large

Dagoberto H. Valdes
MY COMMISSION # CC592605 EXPIRES
January 1, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

00 AUG 24 PH 1: 01 SECRETARY OF STATE TALLAHASSEE FLORID.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1) NAME OF THE CORPORATION

Ten South Beach Corp.

2) THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE.

MAGDALENA MEDINA 1915 BRICKELL AVENUE #C-PH5 MIAMI, FL 33129

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.

Miami, August 17, 2000

Magdalena Medina

Agent