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ACCOUNT NO. : 072100000032
REFERENCE : 830556 7224887
AUTHORIZATION :
COST LIMIT : \$ PREPAID

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 14 PM 2:00

ORDER DATE : September 14, 2000
ORDER TIME : 10:53 AM
ORDER NO. : 830556-005
CUSTOMER NO: 7224887
CUSTOMER: Frederick Woodbridge, Jr., Esq
Pena & Woodbridge
Suite 1100
1101 Brickell Avenue
Miami, FL 33131

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-09/14/00-01037-014
*****78.75 *****78.75

DOMESTIC FILING

NAME: FILHOS 1500 CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165
EXAMINER'S INITIALS:

RECEIVED
00 SEP 14 PM 12:10
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ga 9/14/00

00 SEP 14 PM 2: 01

ARTICLES OF INCORPORATION

OF

FILHOS 1500 CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporation shall be:

FILHOS 1500 CORP.

The principal place of business of this corporation initially shall be 1101 Brickell Avenue, Suite 1100, Miami, FL 33131.

ARTICLE II.

NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business for which corporations may be incorporated under the Florida Business Corporation Act and that are permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III.

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

ADDRESS

The street address of the initial registered office of the corporation is 1101 Brickell Avenue, Suite 1100, Miami, FL 33131.

The name of the initial registered agent of the corporation at that address is Frederick Woodbridge, Jr.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

DIRECTORS

This corporation shall have one (1) director initially. The name and street address of the initial member of the Board of Directors is:

Mario Quadros

c/o Peña and Woodbridge
1101 Brickell Avenue, Suite 1100
Miami, Florida 33131

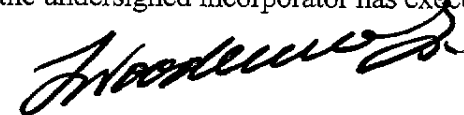
ARTICLE VII.

INCORPORATOR

The name and street address of the incorporator executing these Articles of Incorporation is:

Frederick Woodbridge, Jr., Esq.
1101 Brickell Avenue, Suite 1100
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.



Frederick Woodbridge, Jr.
Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 SEP 14 PM 2: 01

FILHOS 1500 CORP.

ACCEPTANCE TO SERVE AS REGISTERED AGENT

The undersigned, FREDERICK WOODBRIDGE, Jr., having been named as registered agent and to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby accepts the appointment as registered agent and agrees and consents to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the duties and obligations of his position as registered agent.

DATED this 13th day of September, 2000.



Frederick Woodbridge, Jr.