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JOEL M. ARESTY, P.A.

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Board Certified Business Bankruptcy Law
American Board of Certification

September 5, 2000

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32399

FILED
00 SEP 15 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of JP Miami Corporation, Inc. Our check in the amount of \$78.75 payable to the Secretary of State is enclosed to cover the filing fee.

Please return the filed copy in the self-addressed, stamped envelope provided.

Thank you.

Sincerely,



Natalye Brown, CLA
Legal Assistant

NB/dg
Enclosures



**ARTICLES OF INCORPORATION
OF
JP MIAMI CORPORATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the Corporation is JP MIAMI CORPORATION, INC.

**ARTICLE TWO
ADDRESS**

The address of the principal office of the Corporation is 630 NE 62nd Street, Miami, FL 33138. The mailing address of the Corporation is 630 NE 62nd Street, Miami, FL 33138.

**ARTICLE THREE
CORPORATION DURATION**

The duration of the corporation is perpetual existence.



**ARTICLE FOUR
PURPOSE OR PURPOSES**

The general purposes for which the corporation are engaged are:

1. To engage in the business of real estate development.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The initial street address of the registered office of the Corporation is 7250 NE Belle Meade Blvd., Miami, FL 33138 and the name of the initial registered agent at such address is Jean Pierre Maillard.



**ARTICLE SEVEN
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

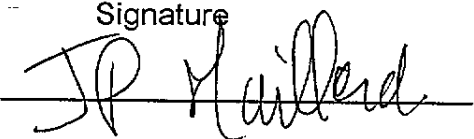
Name	Address
Jean Pierre Maillard	7250 NE Belle Meade Blvd. Miami, FL 33138

**ARTICLE EIGHT
INCORPORATORS**

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

Name	Address
Jean Pierre Maillard	7250 NE Belle Meade Blvd. Miami, FL 33138

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 31 day of August, 2000.

Name	Signature
Jean Pierre Maillard	

STATE OF FLORIDA)
)
COUNTY OF DADE)

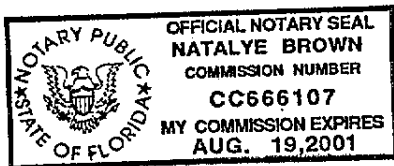
SS:

I HEREBY CERTIFY that on this day, before me, a notary public, duly authorized to administer oaths and take acknowledgements personally appeared Jean Pierre Maillard, known to me to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me he subscribed to and executed these Articles of Incorporation, that I relied upon the following form of identification of the above named-person; Florida Driver's License and that an oath was taken.

WITNESS, my hand and official seal in the County and State last aforesaid this 31 day of August, 2000.

Natalye Brown
NOTARY PUBLIC, State of Florida
NATALYE BROWN
Print or Type Name of Notary Public

My Commission expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for JP MIAMI CORPORATION, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations pursuant to F.S. 607.0501(3).

J.P. Maillard
Jean Pierre Maillard
Registered Agent