

*200003417002-5*

OFFICE USE ONLY (Document #)  
**LAZARUS CORPORATE FILING SERVICE**  
 (Requestor's Name)  
 3320 S.W. 87 AVENUE  
 (Address)  
 MIAMI, FLORIDA (305)552-5973  
 (City, State, Zip) (Phone #)  
**TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)**

200003417002-5  
 -10/06/00--01074--023  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. B.A. AMERICAN CORP  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

- Walk in   
  Pick up time 2.00   
  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
  Certificate of Status

FILED  
 00 OCT -6 PM 1:47  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA  
 RECEIVED  
 00 OCT -6 PM 10:50  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*10/6*

Examiner's Initials

# ARTICLES OF INCORPORATION

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

## ARTICLE I - NAME

**The name of the corporation shall be:**

B.A. AMERICAN CORP.

## ARTICLE II - PRINCIPAL OFFICE

**The principal place of business and mailing address of this corporation shall be:**

7280 BAY HARBOR DR., #8  
BAY HARBOR ISLAND, FL 33154

## ARTICLE III - PURPOSE

**The purpose of this corporation is to engage in any or all-lawful business activity for which a corporation is permitted under the laws of the United States of America and of the State of Florida.**

## ARTICLE IV - CAPITAL STOCK

**The number of shares of capital stock, which this corporation shall be authorized to issue, is one hundred (100) shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollars (\$1.00) per share.**

**PREPARED BY:  
JN ACCOUNTING AND TAX SERVICE, INC.  
401 MIRACLE MILE, SUITE 107  
CORAL GABLES, FL 33134**

**FILED**  
00 OCT -6 PM 1:47  
SECRETARY OF STATE  
TALLHASSEE FLORIDA

**ARTICLE V - DURATION**

The Corporation shall have perpetual existence, provided that all of the requirements of the law are met.

**ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

OSVALDO R. BLANCO  
7280 BAY HARBOR DR., #8  
BAY HARBOR ISLAND, FL 33154

**ARTICLE VII - INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

GUILLERMO ZUKOWSKI	7280 BAY HARBOR DR., #8 BAY HARBOR ISLAND, FL 33154
OSVALDO R. BLANCO	7280 BAY HARBOR DR., #8 BAY HARBOR ISLAND, FL 33154

**ARTICLE VIII - DIRECTOR(S)**

The name(s) of the director(s) to these Articles of Incorporation is(are):

GUILLERMO ZUKOWSKI, PRESIDENT  
OSVALDO R. BLANCO, VICE-PRESIDENT/TREASURER  
GERMAN SCHLATTER, SECRETARY

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 3<sup>RD</sup> day of OCTOBER, 2000.

  
\_\_\_\_\_  
GUILLERMO ZUKOWSKI

  
\_\_\_\_\_  
OSVALDO R. BLANCO

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

Pursuant to the provisions of sections 607.0501 or 617.0501, 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. The name of the corporation is:

B.A. AMERICAN CORP.

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

OSVALDO R. BLANCO

(NAME)

7280 BAY HARBOR DR., #8

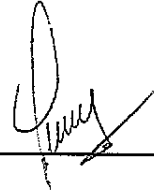
(P.O. BOX NOT ACCEPTABLE)

BAY HARBOR ISLAND, FL 33154

(CITY/STATE/ZIP)

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 \_\_\_\_\_

10-3-2000

FILED  
00 OCT -6 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA