

PO00000107165

Law Offices of  
**DAVID R. BERLEY, P.A.**  
Attorneys at Law

848 Brickell Avenue  
Suite 200  
Miami, FL 33131  
(305) 373-8000  
Ltr. Fax (305) 375-9428  
Lgl. Fax (305) 358-4916  
e-mail dberley@compuserve.com

October 18, 2000

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

100003433691--6  
--10/20/00--01064--001  
\*\*\*\*122.50 \*\*\*\*78.75

Re: 4003 Blue Diamond, Inc.  
Our File No. 00-6912

Re: 2707 Green Diamond, Inc.  
Our File No. 00-6913

Gentlemen:

Enclosed please find the original Articles of Incorporation for the above captioned corporations.  
We have also enclosed two checks in the amount of \$122.50 for the issuance of a certified copy  
of the Articles of each corporation.

Very truly yours,

*Aida Rosado*

Aida Rosado  
Legal Assistant

/arm

encls.

*David Berley*  
AUTHORIZATION BY PHONE TO  
CORRECT ~~6/16/00~~ Date  
DATE ~~10/11/00~~  
DOC. EXAM ~~RJ~~

FILED  
00-001201 PM2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch NOV 16 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 23, 2000

DAVID R. BERLEY, P.A.  
848 BRICKELL AVE STE 200  
MIAMI, FL 33131

SUBJECT: 2707 GREEN DIAMOND, INC.  
Ref. Number: W00000025519

We have received your document for 2707 GREEN DIAMOND, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 200A00055323

ARTICLES OF INCORPORATION

OF

2707 Green Diamond, Inc.

~~EFFECTIVE DATE~~

FILED

00 OCT 20 PH 2:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 this corporation is 2707 Green Diamond, Inc.

ARTICLE II

NATURE OF THE BUSINESS

This corporation shall have the power to transact or engage in any business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of 7,500 shares of common stock having a par value of One (\$1.00) Dollar per share. All of said stock shall be issued only for cash or other property or for services at a just valuation as shall be determined by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall commence business shall be not less than One Hundred (\$100.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence. **the effective dates of each of these corporation is the date of execution of the article of incorporation.**

ARTICLE VI

## INITIAL ADDRESS

The initial address of the principal place of business of this corporation in the State of Florida shall be 2472 Clypper Way, Naples, FL 33104. The Board of Directors may at any time and from time to time move the principal office of this corporation to any location within or without the State of Florida.

## ARTICLE VII

### DIRECTORS

The business of this corporation shall be managed by its Board of Directors. the number of such directors shall be not be less than one (1) and, subject to such minimum may be increased or decreased from time to time in the manner provided in the By-Laws. The number of persons constituting the initial Board of Directors shall be one (1).

## ARTICLE VIII

### INITIAL DIRECTORS

The names and addresses of the initial Board of Directors are as follows:

Adalsio Taboada	Ave. Callao 1690
	11 <sup>th</sup> Floor
	Apartment A
	1024 Buenos Aires, Argentina

## ARTICLE IX

### SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as subscriber is:

David R. Berley  
Suite 200  
848 Brickell Avenue  
Miami, FL 33131

## ARTICLE X

### VOTING FOR DIRECTORS

The Board of Directors shall be elected by the Stockholders of the corporation at such time and in such manner as provided in the By-Laws.

## ARTICLE XI

## CONTRACTS

No contract or other transaction between this corporation and any person, firm or corporation shall be affected by the fact that any officer or director of this corporation is such other party or is, or at some time in the future becomes, an officer, director or partner of such other contracting party, or has now or hereafter a direct or indirect interest in such contract.

## ARTICLE XII

### INDEMNIFICATION OF OFFICERS AND DIRECTORS

This corporation shall have the power, in its By-Laws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this corporation against any contingency or peril as may be determined to be in the best interests of this corporation, and in conjunction therewith, to procure, at this corporation's expense, policies of insurance.

## ARTICLE XIII

### RESTRAINT ON ALIENATION

The stockholders of this corporation shall have the power to include in the By-Laws, or adopt resolutions by a two-thirds (2/3) majority any regulatory or restrictive provision regarding the proposed sale, transfer or other disposition of the corporation's stock by its stockholders or in the event of the death of any stockholder. Said restrictions shall be binding upon third parties with actual knowledge thereof or if the same, or notice of the same, shall be plainly written upon the certificate evidencing ownership of the stock.

## ARTICLE XIV

### AMENDMENT

Except as may be provided in the By-Laws of this corporation to the contrary, these Articles of Incorporation may be amended by the affirmative vote of a majority of the Board of Directors and by the affirmative vote of the holders of not less than two-thirds (2/3) of the then outstanding stock of the corpo-

ration.

## ARTICLE XV

### RESIDENT AGENT

The name and address of the initial resident agent of this corporation is:

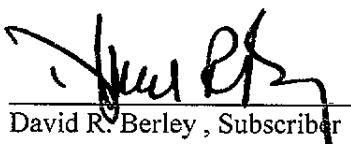
Berlit Corporate Services, Inc.  
Suite 200  
848 Brickell Avenue  
Miami, FL 33131

## ARTICLE XVI

### WAIVER OF FS 607.108 and FS 607.109

The provisions of FS 607.108 and FS 607.109 are expressly waived.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed these Articles of Incorporation on October 18, 2000.

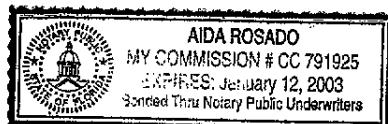


\_\_\_\_\_  
David R. Berley, Subscriber

Subscribed and Sworn to on  
October 18, 2000  
Before me:



\_\_\_\_\_  
Aida Rosado  
Notary Public



My Commission Expires:

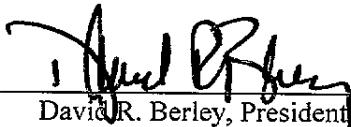
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THIS STATE  
NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted:

2707 Green Diamond, Inc. desiring to organize a corporation under the laws of the State of Florida with its principal place of business as stated in its Articles of Incorporation has named Berlit Corporate Services, Inc. located at Suite 200, 848 Brickell Avenue, Miami, FL 33131 as its agent upon whom process may be served within this state.

Having been named to accept service of process for the above-stated corporation, I hereby accept to act in this capacity and to comply with the provisions of the Act relative to keeping open said office.

Berlit Corporate Services, Inc.

By: 

David R. Berley, President

FILED

00 OCT 20 PM 2:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA