

Florida Department of State
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From:
 Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
 Account Number : 110432003053
 Phone : (305) 672-0686
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FLORIDA PROFIT CORPORATION OR P.A.

Berian Investments Corp.

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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TALLAHASSEE, FLORIDA

November 21, 2000

CORPORATE CREATIONS INTERNATIONAL

SUBJECT: BERIAN INVESTMENTS CORP
REF: W00000027624

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Neysa Culligan
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ARTICLES OF INCORPORATION
OF
BERIAN INVESTMENTS CORP.

ARTICLE I
Name

The name of the corporation is BERIAN INVESTMENTS CORP

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 20th November, 2000.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

The Corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares". The Class A and Class B shares shall be entitled in all respects to equal rights and privileges except that each share of Class A shall be entitled to one (1) vote and each share of Class B shall be nonvoting stock.

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office of this corporation is: c/o Coral Cadillac, 5101 North Federal Highway, Pompano Beach, Florida 33064. The street address of the initial registered office of this corporation is: Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400,

11/20/00

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Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: Nicholas M. Daniels.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are: Christian Berian, c/o Coral Cadillac, 5101 North Federal Highway, Pompano Beach, Florida 33064.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Nicholas M. Daniels, Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 20th day of November, 2000.



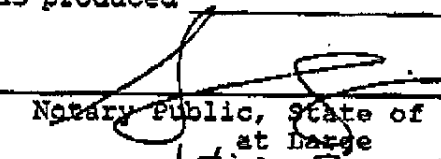
Nicholas M. Daniels, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 20th day of November, 2000, by Nicholas M. Daniels, who is personally known to me or who has produced as identification.

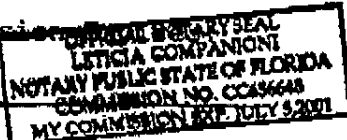


Notary Public, State of Florida
at Large

Leticia Companioni

Type/Print/or Stamp Name of Notary

My Commission Expires



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

BERIAN INVESTMENTS CORP.

In pursuance of the Florida Statutes, the following is
submitted, in compliance with said Act:

First--that BERIAN INVESTMENTS CORP., desiring to organize
under the laws of the State of Florida with its principal office
at: c/o Coral Cadillac, 5101 North Federal Highway, Pompano Beach,
Florida 33064, has named Nicholas M. Daniels, located at Therrel
Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue,
Suite 2400, Miami, Florida 33131, as its agent to accept service of
process within this state.

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.


NICHOLAS M. DANIELS

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