

APEX TITLE COMPANY **FILED** **00 DEC -7 AM 11:41**

640 N.W. 36th COURT • SUITE D • MIAMI, FLORIDA 33125 • PHONE (305) 643-2928 (444-9755)

December 1, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Fl. 32399

200003490682-4
-12/07/00--01059--002
****122.00 *****78.75

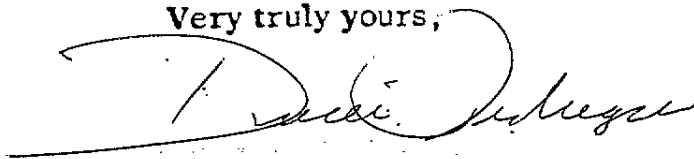
Re: HABITAH CORPORATION

Gentlemen:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation, covering the above captioned proposed corporation, Resident Agent form, and a check for the filing fees in the sum of \$122.

Kindly forward the certified copy of the documents in the self address envelope to my office.

Very truly yours,



/b
Enclosures

R 12/12/00

ARTICLES OF INCORPORATION
OF
HABITAH CORPORATION

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

ARTICLE I

NAME AND ADDRESS:

The name of this corporation shall be: HABITAH CORPORATION

The address of this corporation shall be: 3180 Munroe Dr., Coconut Grove, Fl. 33133

ARTICLE II

PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

CAPITAL STOCK

The Aggregate number of shares which the corporation has authority to issue is 100, all of which shall be common shares with no par value.

ARTICLE V

PRE-EMPTIVE RIGHTS GRANTED

Each share holder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office is:

5055 NW 7th. Street # 207
Miami, Fl. 33126

and the name of the initial agent of this corporation is:

ELIZABETH SASKIA ZIMMERMAN

ARTICLE VII

DIRECTORS

The Board of Directors of the corporation shall consist of not less than one (1) nor more than seven (7) members.

NAME

ADDRESS

MARIO RAFAEL TORRES-REJON D/P/S/T

3180 Munroe Dr., Coconut Grove, Fl. 33133

ARTICLE VIII

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on date of

ARTICLE IX

The name and address of incorporators are:

MARIO RAFAEL TORRES-REJON D/P//S/T

3180 Munroe Dr., Coconut Grove, Fl. 33133

ARTICLE X

INDEMNIFICATION:

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

AMENDMENT:

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of December, 2000

XX



MARIO RAFAEL TORRES-REJON
SUBSCRIBER

STATE OF FLORIDA)

) SS.

COUNTY OF DADE)

BEFORE ME a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared MARIO RAFAEL TORRES-REJON, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 1st day of December, 2000, ~~XX~~



NOTARY PUBLIC STATE OF FLORIDA
AT LARGE

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OR BUSINESS OR DOMICLE FOR THE
SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act;

FIRST - That HABITAH CORPORATION

desiring to organize under the laws of the State of Florida with the Registered office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida,

has named ELIZABETH SASKIA ZIMMERMAN
 5055 NW 7th. St. # 207
 Miami, Fl. 33126

as its Registered Agent to accept service of process within the State ACKNOWLEDGMENT: (MUST BE SIGNED BY REGISTERED AGENT)

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


BY: ELIZABETH SASKIA ZIMMERMAN
(REGISTERED AGENT)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA