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ACCOUNT NO. : 072100000032

REFERENCE : 038891 161057A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 78.75

ORDER DATE : February 22, 2001

ORDER TIME : 9:58 AM

ORDER NO. : 038891-005

3000003747213--8

CUSTOMER NO: 161057A

CUSTOMER: Ms. Alina Carvajal.
John T. Prahl, Esq

Suite 1155
2801 Ponce De Leon Boulevard
Coral Gables, FL 33134

DOMESTIC FILING

NAME: BLUE PARADISE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

FILED
2001 FEB 22 AM 11:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/22/01

TO AGENT OF FILING
3000003747213--8

2001 FEB 22 PM 02:42

RECEIVED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

FILED

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

2001 FEB 22 AM 11:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the Corporation is: Blue Paradise, Inc.
2. The mailing address for the Corporation shall be 3513 NW 82nd Avenue, Miami, FL 33122.
3. The period of its duration is perpetual.
4. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
5. The Corporation shall have authority to issue 5,000 shares, all of one class, \$1.00 par value.
6. The address of its initial registered office is 2801 Ponce De Leon Blvd., Suite 1155, Coral Gables, Florida, 33134, and the name of its initial registered agent at said address is John T. Prah1.
7. The number of directors constituting its initial board of directors is two (2) whose name and address are:

NAME

ADDRESS

Higinio Diaz, Jr.

3513 NW 82nd Avenue
Miami, FL 33122

Odalis Diaz

3513 NW 82nd Avenue
Miami, FL 33122

8. The name and address of the Incorporator is:

NAME

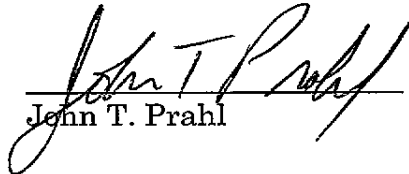
ADDRESS

John T. Prah1

2801 Ponce de Leon Blvd.
Suite 1155
Coral Gables, FL 33134


9. Preemptive Rights shall be as follows: The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this Corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

DATED this 21st day of February, 2001.

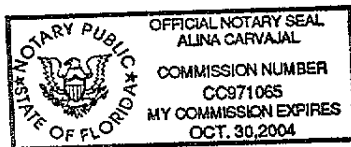

John T. Prah

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 21st day of February, 2001 by John T. Prah who is personally known to me, or who produced N/A as identification.


Notary Public

My Commission Expires:



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

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

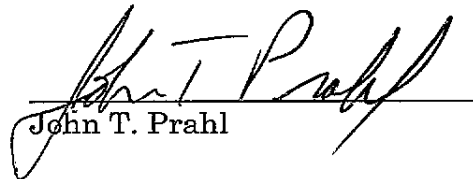
First--that Blue Paradise, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, County of Miami-Dade, State of Florida, has named John T. Prah, 2801 Ponce De Leon Blvd., Suite 1155, Coral Gables, Florida 33134.

(Street address and number of building, post office box address not acceptable)

City of Coral Gables, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at 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.


John T. Prah

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FILED
2001 FEB 22 AM 11:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA