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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

PUDOR INVESTMENT CORP.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 27, 2001

EMPIRE

SUBJECT: PUDOR INVESTMENT CORP.
REF: W01000004466

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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Becky McKnight
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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EMPIRE CORP

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ARTICLES OF INCORPORATION OF

PUDOR INVESTMENT CORP.

a Florida Corporation

ARTICLE I: NAME

The name of this corporation is:

PUDOR INVESTMENT CORP.

ARTICLE II: DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III: PURPOSE

The corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue sixty (60) shares of NO PAR VALUE common stock, which shall be designated "Common Stock".

Prepared by: Roberto F. Fleitas, Esquire
782 N.W. Lejeune Road, Suite 530
Miami, Florida 33126
(305) 442-1439
Florida Bar No. 273546

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ARTICLE V: PREEMPTIVE RIGHTS

Every shareholders, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is:

17050 North Bay Road, Suite 502
Sunny Isles, FL 33160

The name of the initial registered agent of this corporation is:

Raul Gutierrez-Vize

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director(s), initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation is (are):

Raul Gutierrez-Vize
17050 North Bay Road, Suite 502
Sunny Isles, FL 33160

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ARTICLE VIII: INDEMNIFICATION

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

ARTICLE IX: INCORPORATORS

The name and address of the person(s) signing these articles of incorporation is (are):

Raul Gutierrez-Vize
17050 North Bay Road, Suite 502
Sunny Isles, FL 33160

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these Articles of Incorporation this 23 day of February, 2001.

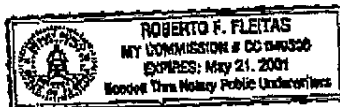

RAUL GUTIERREZ-VIZE

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared RAUL GUTIERREZ-VIZE known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and acknowledged before me that he/she executed the same for the purposes therein expressed.

The foregoing instrument was acknowledged before me on this 23 day of February, 2001 by RAUL GUTIERREZ-VIZE who is personally known to me or who have produced identification and who did take an oath. as


Notary Public, State of Florida
My Commission Expires:



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

PUDOR INVESTMENT, CORP.

**IN COMPLIANCE with Section 607.034 of the Florida Statutes, the following
is submitted:**

PUDOR INVESTMENT, CORP.

**desiring to organize or qualify under the laws of the State of Florida, with
its principal place of business in the City of Miami, County of Miami-Dade,
State of Florida, has named:**

Raul Gutierrez-Vize


**as its agent to accept service of process within the State of Florida, with
the registered address as:**

**Raul Gutierrez-Vize
17050 North Bay Road, Suite 502
Sunny Isles, FL 33160**

ACKNOWLEDGMENTS

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE MENTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.**

DATED: THIS 23 DAY OF February, 2001.



REGISTERED AGENT

#01000021127

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