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BARIMEX INTERNATIONAL GROUP, INC

311 N 65TH WAY
HOLLYWOOD, FL 33024

954 436 4199

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-03/05/01--01030--016
****122.50 *****78.75

FILED
01 MAR -5 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER MAR 5 2001 ✓
W01-4395

FILED

01 MAR -5 PM 12:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

Barimex Investment Realty Corp.

I, the undersigned, a natural person competent to contract do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

Barimex Investment Realty Corp.

ARTICLE II

GENERAL NATURE OF THE BUSINESS

The general nature of the business to be transacted by the corporation shall be engaged in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

A. The total authorized capital stock of this corporation is one thousand shares (1000) Common Stock, par value one dollar(\$1.00) per share.

B. Every shareholder, upon the sale 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 rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is:

311 N 65th Way
Hollywood, Fl. 33024

The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

ARTICLE VII
FIRST BOARD OF DIRECTORS

The name(s) and street addresses of the member(s) of the Board of Directors are as follows:

NAME

ADDRESS

Gordon Bardowell

311 N 65th Way
Hollywood, Fl. 33024

ARTICLE VIII

SUBSCRIBER

The name and street address of the subscriber of these Articles of Incorporation are:

NAME

ADDRESS

Gordon Bardowell

311 N 65th Way

Hollywood, Fl. 33024

ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 311 N 65th Way, Hollywood, Fl. 33024, and the name of the initial registered agent of this Corporation at that address is Gordon Bardowell.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 16th day of FEBRUARY 2001.

Gordon Bardowell
Gordon Bardowell

STATE OF FLORIDA)

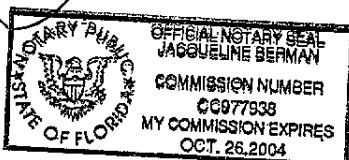
:SS.

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Gordon Bardowell, who is personally known to me or who has produced _____ as identification showing that the person described has subscribed in and executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 16th day of FEBRUARY, 2001.

Jacqueline Berman
NOTARY PUBLIC



FILED

01 MAR -5 PM 12:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE OF PROCESS WITHIN THIS STATE

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in Compliance therewith:

Barimex Investment Realty Corp. a Corporation being organized under the laws of the State of Florida, with its principal office located at 311 N 65th Way, Hollywood, Fl. 33024 has named Gordon Bardowell with an office at 311 N 65th Way, Hollywood, Fl. 33024 as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for Barimex Investment Realty Corp. at the place designated in this Certificate, I hereby agree to act in such capacity and agree to comply with the provisions of said Act with respect to keeping such office open.

BY: 

Gordon Bardowell

RESIDENT AGENT