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Florida Department of State

Division of Corporations

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Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : BROAD AND CASSEL - MIAMI

Account Number : I19990000191

Phone : (305) 373-9400

Fax Number : (305) 373-9443

FLORIDA PROFIT CORPORATION OR P.A.

BAUZA HOLDING CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	03 (1)
Estimated Charge	\$87.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
BAUZA HOLDING CORPORATION**

**ARTICLE I
NAME**

The name of the corporation is **BAUZA HOLDING CORPORATION** (hereinafter referred to as the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the Corporation is c/o Broad and Cassel, 201 South Biscayne Blvd., Suite 3000, Miami, Florida 33131 or in any other city in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III
REGISTERED AGENT**

The name of the Corporation's registered agent in the State of Florida is B & C Corporate Services, Inc., 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

**ARTICLE IV
INCORPORATOR**

The name and address of the Incorporator of the Corporation is: Annette Deleon, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

**ARTICLE V
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI
TERM**

The Corporation shall have perpetual existence.

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**ARTICLE VII
CAPITAL STOCK**

The Corporation is authorized to issue 100 shares of common stock, par value \$.01 per share.

**ARTICLE VIII
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 9th day of May, 2001.



Annette Deleon, Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT
OF
BAUZA HOLDING CORPORATION**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.,
a Florida corporation

By: Annette Deleon
Annette Deleon, Vice President

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