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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

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Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

BINCA, CORP.

Certificate of Status	0
Certified Copy	1
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H 01000073535**(A)****ARTICLES OF INCORPORATION OF
BINCA, CORP.**

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is BINCA, CORP.

ARTICLE TWO**CORPORATE DURATION**

The duration of the corporation is perpetual.

ARTICLE THREE**PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To hold real estate development projects;
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR**CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE**REGISTERED OFFICE AND AGENT****H 01000073535**

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The street address of the initial registered office of the corporation is 999 Brickell Avenue, Suite 700, Miami, Florida 33131, and the name of its initial registered agent at such address, is Grisales & Alfano, L.L.C.

ARTICLE SIX

DIRECTORS

The number of directors constituting the initial board of directors of the corporation are three (3). The name and address of each person who is to serve as a member of the initial board of directors is:

Name: Alexandra Garavito
Address: 16602 Saddle Club Road, Weston, FL 33326
Position: Vice-President

Name: Antonio Jose Garavito
Address: 16602 Saddle Club Road, Weston, FL 33326
Position: President

Name: Teodora Ujfalussy
Address: 16602 Saddle Club Road, Weston, FL 33326
Position: Secretary

ARTICLE SEVEN

INCORPORATORS

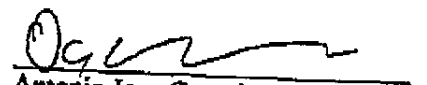
The name and address of each incorporator is:

Name: Alexandra Garavito
Address: 16602 Saddle Club Road, Weston, FL 33326

Name: Antonio Jose Garavito
Address: 16602 Saddle Club Road, Weston, FL 33326

Executed by the undersigned at on June 12, 2001.


Alexandra Garavito, Incorporator
#15


Antonio Jose Garavito, Incorporator
#1

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Designation and Acceptance of Registered Agent

Pursuant to the provisions of Florida Statutes, the undersigned limited liability Company organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the limited liability Company is BINCA, CORP.
2. The name of the registered agent is GRISALES & ALFANO, LLC.
3. The address of the registered agent/principal office is 999 Brickell Avenue, Suite 700, Miami, Florida 33131.

Acceptance

Having been named as registered agent and designated to accept service of process for the above limited liability company, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


By: OSCAR GRISALES RACINI, Esq.

For the Firm

Date: June 13, 2001

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