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    Account Number    : 071001002335
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FLORIDA PROFIT CORPORATION OR P.A.

OCEAN 1401, INC.

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

January 30, 2002

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ARTICLES OF INCORPORATION

OF

OCEAN 1401, INC.

The undersigned files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be **OCEAN 1401, INC.** The existence of this corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved according to law.

ARTICLE II

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

ARTICLE III

The authorized capital of this corporation shall consist of Ten Thousand Shares of common stock with par value of One ($1.00) Dollar per share. All of the stock be payable in cash, real or personal property, or labor or services in lieu of cash, the valuation of any of the above to be fixed by the board of directors of this corporation.

ARTICLE IV

The street address of the initial principal office and the name and address of it's registered agent shall be as follows:

WILLIAM H. ALBORNOZ, ESQUIRE
901 PONCE DE LEON BLVD.
SUITE 603
CORAL GABLES, FL 33134

William H. Albornoz, Esquire
901 Ponce De Leon Blvd., Suite 603
Coral Gables, Florida 33134
Tel. (305) 444-1741
Fl. Bar No. 329668

ARTICLE V

The initial board of directors of the corporation shall be composed of two persons. The name and address of this corporations directors are as follows:

NORBERTO VANDROUX
c/o 901 PONCE DE LEON BLVD., SUITE 603
CORAL GABLES, FL 33134

MARIA MAGDALENA VANDROUX
c/o 901PONCE DE LEON BLVD., SUITE 603
CORAL GABLES, FL 33134

ARTICLE VI

The names and address of the incorporators of this corporation are:

NORBERTO VANDROUX
c/o 901 PONCE DE LEON BLVD., SUITE 603
CORAL GABLES, FL 33134

MARIA MAGDALENA VANDROUX
c/o 901 PONCE DE LEON BLVD., SUITE 603
CORAL GABLES, FL 33134

ARTICLE VII

The corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent now or hereafter, permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, pursuant to the laws of the State of Florida, does hereby execute and file these Articles, declares and certifies that the facts herein stated are true this _29_ day of January, 2002.

Norberto Vandroux, Incorporator

Maria Magdalena Vandroux, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Incorporation.

William H. Albornoz, Esquire

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