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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : LUSKY & MOTOLA, ESQ.
Account Number : 110331002052
Phone : (305)446-1245
Fax Number : (305)446-1205

FLORIDA PROFIT CORPORATION OR P.A.

Miami Beach Holding Company

Certificate of Status	0
Certified Copy	0
Page Count	04
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:

Miami Beach Holding Company

The Corporation is being formed for the purpose of conducting all activities permitted under applicable law.

Article II. Address

The mailing address of the Corporation is:

635 Euclid Avenue #228, Miami Beach, Florida 33139

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

**Lusky & Motola, P.A.
301 Almeria Avenue, Suite 345
Coral Gables, Florida 33134**

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Doron Marom

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

**Lusky & Motola, P.A.
301 Almeria Avenue, Suite 345
Coral Gables, FL 33134
(305) 446-1245**

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Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

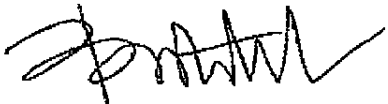
Article VI. Incorporator

The name and address of the incorporator is:

Doron Marom
635 Euclid Avenue #228, Miami Beach, Florida 33139

Article VII. Corporate Existence

The Articles of Incorporation shall become effective and the corporate existence will begin on April 2, 2002.



Bernardo Motola, Attorney-in-fact

Lusky & Motola, P.A.
301 Almeria Avenue, Suite 345
Coral Gables, FL 33134
(305) 446-1245

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

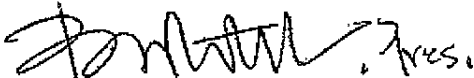
CORPORATION:

Miami Beach Holding Company

REGISTERED AGENT/OFFICE:

**Lusky & Motola, P.A.
301 Almeria Avenue, Suite 345
Coral Gables, Florida 33134**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Bernardo Motola, President

Date: April 2, 2002

**Lusky & Motola, P.A.
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