ROBERT O. KAHN, ESQ.

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Miami Beach, Florida 33139

ROBERT O. KAHN

H02000054810

TELEPHONE (305) 672-0469 FACSIMILE (305) 672-3545

May 10, 2002

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

900005506709--5 -05/13/02--01080--003 *****78.75 *****78.75

Re: Articles of Incorporation for "PARCE 2, INC."

Dear Sir/Madam:

Enclosed please find the following regarding above:

- 1. Articles of Incorporation (original plus a copy) for "PARCE 2, INC."
- 2. Check in the amount of \$78.75 for filing purposes.
- 3. Self-addressed stamped envelope to return a copy of the recorded document.

Very truly yours,

Robert Kahn

Enclosures

parce 2 articles incorporation

B3/16

CORPORATE NAME

The name of the corporation is: PARCE 2, INC.

02 MAY 13 AM 11: 10 TALLAHASSEE, FLORIDA

. ARTICLE II.

NATURE OF CORPORATE BUSINESS

The corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

PREEMPTIVE RIGHTS

Shareholders of corporation shall have preemptive rights.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT:

Alan Benenson

INITIAL REGISTERED OFFICE:

20500 West Dixie Highway North Miami Beach, FL 33180

INITIAL PRINCIPAL OFFICE OF CORPORATION:

20500 West Dixie Highway North Miami Beach, FL 33180

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT.

Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Alan Benenson, Registered Agent

ARTICLE VI.

INITIAL DIRECTORS

The name and address of the initial Board of Directors is:

Alan Benenson, 20500 West Dixie Highway, North Miami Beach, FL 33180

Robert Chehebar 10800 Biscayne Blvd., #645, Miami, FL 33161

Alberto Chehebar 10800 Biscayne Blvd., #645, Miami, FL 33161.

ARTICLE VII.

INCORPORATOR

The name and address of the INCORPORATOR executing these Articles of Incorporation is:

Alan Benenson

20500 West Dixie Highway

North Miami Beach, FL 33180

Alan Benenson

STATE OF FLORIDA) COUNTY OF DADE) SS

BEFORE ME, personally appeared Alan Benenson, to me well known and
known to me to be the individual described in and who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed the same for the
purposes therein expressed, who is personally known to me or who did produce as
identification:

WITNESS my hand and official seal in the County and State named above this day of May, 2002.

NOTARY PUBLIC, State of Florida at Large Printed Name:

My commission expires:

PARCE 2 articles incorporation

Daniel Javier Serber

**My Commission CC876831

Expires November 13, 2003