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

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Azul Investments Inc.

Certificate of Status	1
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Page Count	04
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Azul Investments Inc.

EFFECTIVE DATE
08-15-02

Article II. Address

The Corporation's mailing address is:
Azul Investments Inc.
7700 North Kendall Drive
Suite 809
Miami FL 33156

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
German A. Salazar
7700 North Kendall Drive
Suite 809
Miami FL 33156

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Victor Pecci

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.

Fernanda Sabbag
Woodbridge & Salazar LLP
7700 North Kendall Drive
Suite 809
Miami FL 33156
305-270-3145

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

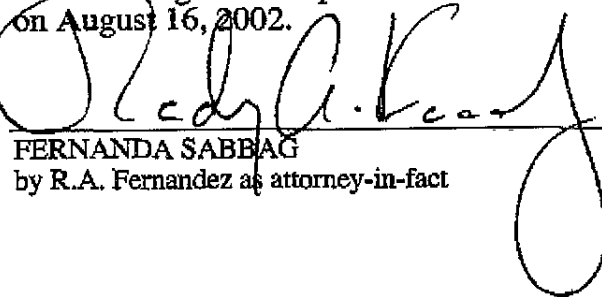
The name and address of the incorporator is:

Fernanda Sabbag
Woodbridge & Salazar LLP
7700 North Kendall Drive
Suite 809
Miami FL 33156

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 15, 2002.

The undersigned incorporator executed these Articles of Incorporation on August 16, 2002.



FERNANDA SABBAG
by R.A. Fernandez as attorney-in-fact

Fernanda Sabbag
Woodbridge & Salazar LLP
7700 North Kendall Drive
Suite 809
Miami FL 33156
305-270-3145

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

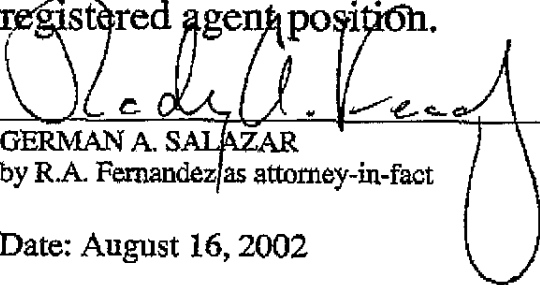
CORPORATION:

Azul Investments Inc.

REGISTERED AGENT/OFFICE:

**German A. Salazar
7700 North Kendall Drive
Suite 809
Miami FL 33156**

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.


GERMAN A. SALAZAR
by R.A. Fernandez/as attorney-in-fact

Date: August 16, 2002

Fernanda Sabbag
Woodbridge & Salazar LLP
7700 North Kendall Drive
Suite 809
Miami FL 33156
305-270-3145

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