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FLORIDA PROFIT CORPORATION OR P.A.

babani properties, p.a.

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Page Count	986
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

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TALLAHASSEE FLORIDA

August 23, 2002

EMPIRE CORPORATE KIT

SUBJECT: BABANI PROPERTIES, P.A.
REF: W02000024530

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Loria Poole
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

5

OF

BABANI PROPERTIES, P.A.

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TALLAHASSEE FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, a natural person, do hereby adopt the following Articles of Incorporation:

ARTICLE I

Name and Principal Office

The name of this Corporation shall be: BABANI PROPERTIES, P.A. and the principal office shall be located at: 1438 SW 14th Street, Miami, FL 33145.

ARTICLE II

Term of Existence

This Corporation is to exist perpetually.

ARTICLE III

Nature of Business

The general nature of business and the proposed objects and purposes to be transacted, promoted and carried on by the Corporation are to do any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do under the laws of the State of Florida, vis:

1. To engage in lawful business practices & Real Estate practice.

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ARTICLE IV

Stock Clause

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 100 shares of common stock, each with a par value of \$.10.

ARTICLE V

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Initial Board of Directors

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this Corporation shall be:

Alberto D. Babani
1438 SW 14th Street, Miami, FL 33145

ARTICLE VII

Incorporators

The names and address of the person signing these Articles is:

Alberto D. Babani
1438 SW 14th Street, Miami, FL 33145

ARTICLE VIII

Initial Registered Office and Registered Agent

The address of the initial registered office of this Corporation is:

Alberto D. Babani

1438 SW 14th Street, Miami, FL 33145

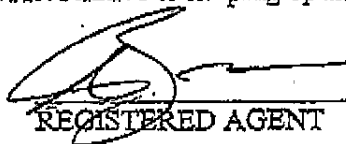
The name of the initial registered agent of this Corporation of that address is Alberto D. Babani.

ARTICLE IX

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

I, Alberto D. Babani, having been named to accept service of process for the above-stated Corporation, at the place in Article VII hereof, hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


REGISTERED AGENT

ARTICLE X


Effective Date

These Articles of Incorporation shall be effective upon the date of filing.

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IN WITNESS WHEREOF, the undersigned, being the Incorporator of this Corporation, executes these Articles of Incorporation and certify to the truth of the facts stated, this 20 day of August, 2002.

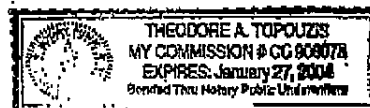
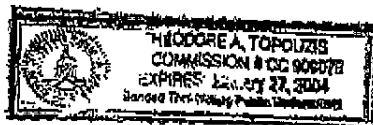

Alberto D. Babani

STATE OF FLORIDA
COUNTY OF Broward

BEFORE ME, the undersigned authority, personally appeared Alberto D. Babani, who is personally known to me and who did take an oath, and known to be the person described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Broward, County and State aforesaid, this 20 day of August, 2002.


NOTARY PUBLIC



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