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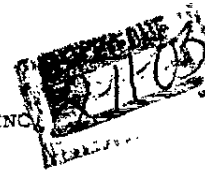
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To:
Division of Corporations
Fax Number : (850)205-0381

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



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FLORIDA PROFIT CORPORATION OR P.A.

Bayfront International Realty, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	01
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Bayfront International Realty, Inc.

Article II. Address

The Corporation's mailing address is:
Bayfront International Realty, Inc.
128 Mashta Drive
Key Biscayne FL 33149

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Lizabeth F. Calvo
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Patricia Romano

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.

Lizabeth F. Calvo I FL Bar Member 40657
Lizabeth F. Calvo, P.A.
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149
305-365-0902

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Lizabeth F. Calvo
Lizabeth F. Calvo, P.A.
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on February 11, 2003.

The undersigned incorporator executed these Articles of Incorporation on February 11, 2003.



LIZABETH F. CALVO
by K. Sarria as attorney-in-fact

Lizabeth F. Calvo | FL Bar Member 40657
Lizabeth F. Calvo, P.A.
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149
305-365-0902

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**


CORPORATION:

Bayfront International Realty, Inc.

REGISTERED AGENT/OFFICE:

Lizabeth F. Calvo
328 Crandon Boulevard
Suite 226
Key Biscayne FL 33149

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.


LIZABETH F. CALVO
by K.Sarria as attorney-in-fact

Date: February 11, 2003

Lizabeth F. Calvo I FL Bar Member 40657
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