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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NICHOLAS M. DANIELS
DAVID DARLOW
JONATHAN FEUERMAN
MARK M. HASNER
ELLEN ROSE
FRED R. STANTON

February 25, 2003

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Valentinahart, Inc.
Our File No. 203012

Gentlemen:

Enclosed herewith are the original Articles of Incorporation for the captioned corporation. We enclose a check in the amount of \$78.75 to cover the following costs:

Filing Fee for Corporation	\$35.00
Registered Agent Designation	35.00
Certificate of Status	<u>8.75</u>
Total for Limited Liability Company	<u>\$78.75</u>

Please return a certificate of status with your recording date acknowledging the filing of the documents to the undersigned.

With kindest regards,

Very truly yours,

THERREL BAISDEN, P.A.

By: 

Mark M. Hasner

MMH:lc
Enclos.

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ARTICLES OF INCORPORATION
OF
VALENTINAHART, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation is VALENTINAHART, INC.

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 25th day of February, 2003.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V

Principal Office; Initial Registered Office and Agent

The street address of the initial principal office is 5395 SW 76th Street Miami, Florida 33143. The registered office of this corporation is Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is Mark M. Hasner, Esq.

ARTICLE VI
Initial Board of Directors

This corporation shall initially have two (2) director(s). The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director(s) of this corporation are:

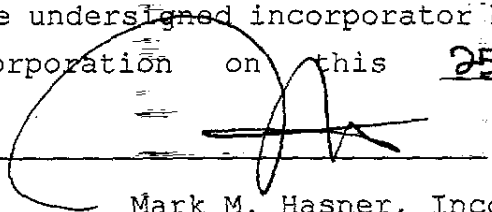
MARLENE L. HASNER
4910 ALHAMBRA CIRCLE
CORAL GABLES, FL 33146

PILAR ALVAREZ-MENA
5395 SW 76th Street
MIAMI, FL 33143

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is:
Mark M. Hasner, Esq., Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 25th day of February, 2003.



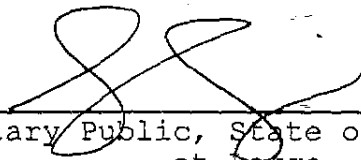
Mark M. Hasner, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 25th
day of February, 2003, by MARK M. HASNER, ESQ., who is
personally known to me or who has produced _____ as
identification.



Notary Public, State of Florida
at Large

Leticia Companioni
Type/Print/or Stamp Name of Notary

My Commission Expires:



Leticia Companioni
Commission #DD027672
Expires July 3, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

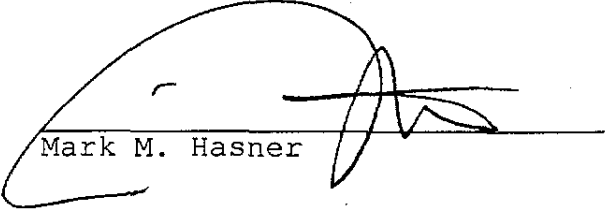
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

VALENTINAHART, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that **VALENTINAHART, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: 5395 SW 76th Street Miami, Florida 33143, has named Mark M. Hasner, Esq., located at SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Mark M. Hasner

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TALLAHASSEE, FLORIDA