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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY Account Number : 072450003255

Account Number: 072450003255 Phone: (305)634-3694 Fax Number: (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

bcp investments corp.

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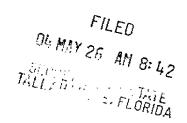
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Articles of incorporation of:



BCP INVESTMENTS CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following amended Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

BCP INVESTMENTS CORP.

ARTICLE II ~ PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

409 NW 107th TERRACE CORAL SPRINGS, FL 33071

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is: One thousand (1000) shares

Inversiones Hoteleras Manhattan S.A.C. 510 Shares Peter Bullon 490 Shares

ARTICLE IV - REGISTERED AGENT AND ADDRESS

The name and address of the registered agent is:

PETER BULLON
409 NW 107TH TERRACE
CORAL SPRINGS, FL 33071

Prepared by:

Firmo Maldonado c/o Hitech-Tax 8010 W. Sample Road Coral Springs, FL 33065 Phone (954) 344-3555

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ARTICLE V - INCORPORATOR (5)

The name and address of the incorporator to these articles of incorporation is:

PETER BULLON 409 NW 107TH TERRACE CORAL SPRINGS, FL 33071

ARTICLE VI - OFFICERS AND/OR DIRECTORS

The initial officer(s) and/or director(s) of the corporation are:

Tile: PD
PETER BULLON
#09 NW 107™ TERRACE
CORAL SPRINGS, FL 33071

The undersigned has(have) executed these Articles of Incorporation this 24th day of May, 2004.

PETER BULLON /President

CERTIFICATE OF DESIGNATION REGISTERED AGENT REGISTERED OFFICE

Pursuant to the provisions of section 607-0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The Name of the corporation is:

BCP INVESTMENTS CORP.

2. The name and address of the registered agent and office is:

PETER BULLON 409 NW 107TH TERRACE CORAL SPRINGS, FL 33071

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Sianature:

Date: May 24th, 2004

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process at for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signatures

Date: May 24th, 2004

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