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Florida Department of State
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04 JUN 28 AM 8:25
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CLERK OF DISTRICT COURT
JANUARY 1, 2004

FLORIDA PROFIT CORPORATION OR P.A.

ACC STUDIO SOUTH BEACH, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
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**ARTICLES OF INCORPORATION OF
ACC STUDIO SOUTH BEACH, INC.**

ARTICLE I - NAME

The name of the corporation is ACC STUDIO SOUTH BEACH, INC. (hereinafter called the "Corporation").

ARTICLE II - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is 1101 Brickell Ave., Ste. #402, Miami, FL 33131

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is one thousand (1,000) shares of Common Stock, par value \$1.00 per share.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The name and address of the initial directors is Ali Cordero Casal, Valentina Cordero, Valeria Cordero and Victoria Cordero with address at 1101 Brickell Ave., Ste. #402, Miami, Florida 33131. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1101 Brickell Ave., Ste. #402, Miami, Florida 33131 and the name of the initial registered agent of the Corporation at that address is ACC (U.S.A.) Insurance Brokers, Inc.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Ali Cordero Casal.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28 day of June, 2004.

By: 

Ali Cordero Casal, President

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MIAMI, FLORIDA

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

ACC STUDIO SOUTH BEACH, INC., desiring to organize under the laws of the State of Florida, has designated ACC (U.S.A.) Insurance Brokers, Inc., 1101 Brickell Ave., Ste. #402, Miami, Florida 33131 as its agent to accept service of process within this state.

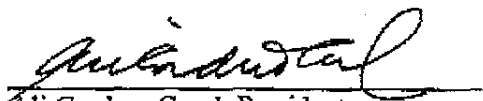
ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 28 day of June, 2004.

ACC (U.S.A.) Insurance Brokers, Inc.

By:


Ali Cordero Casal, President

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