

02-00-2000

04:06PM

FROM: R V & M, PA

+3053736036

T-473

P-001004

E-015

P06000019524

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000034447 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : Berman Rennert Vogel & Mandler, PA
Account Number : 076103002011
Phone : (305) 577-4177
Fax Number : (305) 373-6036

FILED
05 FEB -9 PM 12:47
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Baires Tower Corp.

Certificate of Status	1
Certified Copy	1
Page Count	01
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing Menu

Help

[Handwritten signature]

FAX AUDIT NO. H06000034447 3

**ARTICLES OF INCORPORATION
OF
BAIRES TOWER CORP.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - Name

The name of the corporation is **BAIRES TOWER CORP.** (the "Corporation").

ARTICLE II - Purpose

The Corporation is organized for the purposes of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the laws of the State of Florida.

ARTICLE III - Capital Stock

The Corporation is authorized to issue 1,000 shares of common stock, par value \$0.01 per share. The Board of Directors may authorize the issuance of such stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The just valuation of such property or services shall be fixed by the Board of Directors. All such stock when issued shall be fully paid and exempt from assessment.

ARTICLE IV - Registered Office and Agent

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation is:

Milagros A. Sanchez
1300 Brickell Avenue
Miami, Florida 33131

ARTICLE V - Corporate Mailing Address

The principal office and mailing address of the Corporation is:

1300 Brickell Avenue
Miami, Florida 33131

FAX AUDIT NO. H06000034447 3

FILED
05 FEB -9 PM 4:47
NOTARIAL PUBLIC
MIAMI COUNTY, FLORIDA

FAX AUDIT NO. H06000034447 3

ARTICLE VI - Incorporator

The name and address of the incorporator of the Corporation is as follows:

Milagros A. Sanchez
1300 Brickell Avenue
Miami, Florida 33131

ARTICLE VII - Powers

The Corporation shall have all of the corporate powers enumerated under Florida law.

ARTICLE VIII - No Anti-Takeover Law Governance

The Corporation shall not be governed by Sections 607.0901 or 607.0902 of the Florida Business Corporation Act or any laws related thereto.

ARTICLE IX - Indemnification

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

ARTICLE X - Fiscal Year

The fiscal year of this Corporation shall be the calendar year, unless otherwise established by the Board of Directors.

ARTICLE XI - Duration

The duration of the Corporation is perpetual, unless sooner liquidated or dissolved in accordance with law.

ARTICLE XII - Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on February 2, 2006.

The undersigned has executed these Articles of Incorporation this 2 day of February, 2006.



Jose A. Rodriguez, as attorney-in-fact for
Milagros A. Sanchez, Incorporator

FAX AUDIT NO. H06000034447 3

FAX AUDIT NO. H06000034447 3

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That **BAIRES TOWER CORP.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1300 Brickell Avenue, Miami, Florida 33131, has named Milagros A. Sanchez as its agent to accept service of process within this state.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **BAIRES TOWER CORP.** at the place designated in the Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Section 607.0505, Florida Statutes, relative to keeping open such office until such time as it shall notify the Corporation of its resignation.

Dated: February 8, 2006.



Jose A. Rodriguez, as attorney-in-fact for
Milagros A. Sanchez

FILED
05 FEB -9 PM 12:47
TALLAHASSEE, FLORIDA

FAX AUDIT NO. H06000034447 3