COMPORATION INFORMATION SERVICES, INC.
1201 HAYS STREET TAILAHASSEE, FL 323 PG 4-222-9171 904-222-0393 FAX

## @ networks

MAIL TO: P.O. Box 5828 TALLAHASSEE, FL 32/14

ACCOUNT NO. : 072100000032

REFERENCE: 535581 80838A

AUTHORIZATION : during

COST LIMIT : \$ 70.00

ORDER DATE: February 2, 1995

ORDER TIME : 11:19 AM

ORDER NO. : 535581

CUSTOMER NO: 80838A

CUSTOMER: Herbert Bregg, Esq

HERBERT BREGG, ESO

Suite 57

9070 Kimberly Boulevard Boca Raton, FL 33434

, FL 33434

#### DOMESTIC FILING

95000008956
NAME: N. NOVGOROD-MIAMI-J.V., INC.

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Judie Krebs

EXAMINER'S INITIALS:

7m 2-2-95 01

100001396481

UNISION OF CORPORATION

95 FEB -2 PH 3: 28

SECRET: SIATE
TALLAHASSEE, FLORIDA

#### ARTICLES OF INCORPORATION

OF

N. NOVGOROD-MIAMI-J.V., INC.

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 shall be:

N. NOVGOROD-MIAMI-J.V., INC.

The address of the principal office of this corporation shall be 5751 Camino Del Sol, #300, Boca Raton, Florida 33433, and the mailing address of the corporation shall be the same.

#### ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

#### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc. 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on February 2, 1995.

CORPORATION INFORMATION SERVICES, INC.

Its Agent, Karen B. Royar

95 FEB - 2 PH 3- 28
TALLAHASSIE, FLORIDA

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered of ice of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

y: D. K. Rozar Ids Agent, Karen B./Rozar

LRD/jwk

P950000 8956

Werbert Brigg

EIARRY G. HOFFMAN Of Counsel 95 FEB 27 AM 10: 57:

PLAZA AT THE BOCA HAMPTONS 9070 KIMBERLY BOULEVARD, SUITE 57 BOCA RATON, FLORIDA 33434 (407) 487-4044 FAX (407) 482-2663

FROM WEST PALM BEACH AND BOYNTON BEACH

February 10, 1995

300001411363 -02/21/95--01065--010 \*\*\*\*\*\*70.00 \*\*\*\*\*\*35.00

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: 1) NIZHEGORODSPETZGIDROSTROY, INC.

2) N. Novgorod-Miami

#### Gentlemen:

Enclosed herewith please find Statement of Change of Registered Office and Registered Agent for each of the above. Please file the originals, stamp the additional copies "Filed", and return them to me in the enclosed self-addressed envelope.

I enclose my check for \$70.00 to cover your fee. Thank you for your kind attention.

Very truly yours,

HERBERT BREGG, ESQ.

Enclosures

RACKG 2-27

7	•	Charter No.
	•	Date FiledSECRETARY OF STATE_
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# STATEMENT OF CHANGE OF REGISTERED OFFICE EB 27 AM 10: 57 AND REGISTERED AGENT

Pursua to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the under signed corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.
1. The name of the corporation is: N. Novgorod-Miami-J.V., Inc.
The name and address of its present registered agent is:  CORPORATION INFORMATION SERVICES, INC.  1201 Hays Street  Tallahassee, Florida 32301
3. The name and street address to which its registered agent is to be changed is:  Anatoly Aptekov (P.O. BOX NOT ACCEPTABLE)  5751 Camino pel Sol #300  Boca Raton, Fl. 33433
<ul> <li>4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.</li> <li>5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.</li> </ul>
Anatoly Aptekar (Typed or printed name and title)  Signature (President or Vice President)  President  Date 2/3/95
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HERE ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPE AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORID STATUTES.  Please Print/Type Name Amatoly Aptekar
Signature (Agent)

FILING FEE \$35

Date 2/3/95

CIS 4/92

A Law Firm 318 E. Palmetto Park Road Boca Raton, Florida 33432 (407) 395-3200 (407) 395-1917 Fax

April 5, 1995

Division of Corporations State of Florida Attn: Amendment Filing Section P.O. Box 6327 Tallahassee, Florida 32314

300001457338 -04/14/95--01109--013 \*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: N. NOVGOROD-MIAMI-J.V., INC. DOCUMENT NUMBER P95000008956

Dear Sit or Madam:

Enclosed please find an Amendment to the Articles of Incorporation of N. NOVGOROD-MIAMI-J.V., INC. to be filed with your office. Also enclosed is my firm's check in the amount of \$35.00 covering the filing fee for the above mentioned document.

Please return a certified copy of the above document at your earliest convenience.

If you need any additional information, please do not hesitate to contact me.

Sincerely,

Satricia V. Cohe

Patricia V. Cohen, Esquire

PVC/dag

enclosures (1)

cc: N. NOVGOROD-MIAMI-J.V., INC.

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# AMENDMENT TO ARTICLES OF INCORPORATION N. NOVGOROD-MIAMI-J.V., INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed February 2, 1995, under Document Number P95000028956.

FIRST:

The following Article is hereby added:

### Article VII, BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is:

Anatoly Aptekar 5751 Camino Del Sol, Unit 300 Boca Raton, FL 33433

SECOND: The following Article is hereby added:

### Article VIII, OFFICERS

The names of the officers and their titles are:

President/Secretary/Treasurer:

Anacoly Aptekar 5751 Camino Del Sol, Unit 300 Boca Raton, F. 33433

THIRD: The amendment was adopted by the Board of Directors on the <u>27th</u> day of February, 1995.

FOURTH: No stock has yet been issued in the corporation.

DATED: February 27th, 1995

N. NOVCOROD-MIAMI-J.V., INC.

Anatoly Aptekar
Sole Director