

95000011937

STEVENS BALLIETTE-JACOBSON

2125 BISCAYNE BLVD. SUITE#350

MIAMI, FLORIDA 33137

TEL. 305-576-5049

FAX. 305-573-2916

FILED
FEB 10 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 9, 1995

ATTN: DIVISION OF CORPORATION

P.O. BOX 6327

Tallahassee, Florida 32314

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****122.50 ****122.50

To whom it may concern:

Please note that enclosed you will find 2 sets of the Articles of Incorporation and a check for the amount of \$122.50 for each corporation. I understand to my knowledge that I will receive a copy of the Articles of Incorporation stamped and with the certificate.

If you have any questions, please do not hesitate to contact me at my office at 305-576-5049. Thanks in advance for your cooperation.

Sincerely,

Deborah Jacobson
Deborah Jacobson

2/13/95
JK

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is JAGA, INCORPORATED

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENTS

The street address of the initial registered office of this corporation is 2125 Biscayne Blvd., Suite 350, Miami, Florida 33137, and the name of the initial registered agent of this corporation at that address is DEBORAH BALLIETTE-JACOBSON.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The

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name(s) and address (es) of the initial Board of Directors of this Corporation is (are):

<u>NAME</u>	<u>ADDRESS</u>
Deborah Balliette-Jacobson	115 E. Rivo Alto Drive, Miami Beach, Florida 33139
Paolo Giurato	752 Euclid Avenue, #9, Miami Beach, Florida 33139

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Deborah Balliette-Jacobson	115 E. Rivo Alto Drive, Miami Beach, Florida 33139
Paolo Giurato	752 Euclid Avenue, Apt. 9, Miami Beach, Florida 33139


ARTICLE IX - INDEMNIFICATION

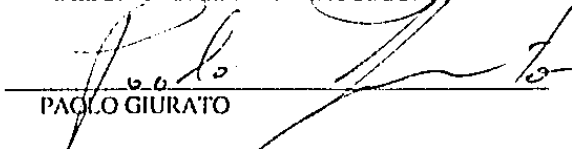
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers has executed these Articles of Incorporation this 16th day of January, 1995.


DEBORAH-BALLIETTE-JACOBSON


PAOLO GIURATO

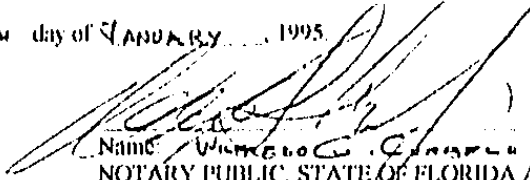
STATE OF FLORIDA

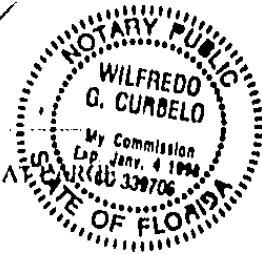
COUNTY OF DADE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DEBORAH BALLIETTE-JACOBSON and PAOLO GIURATO known to be,

and known personally to me to be, the person who did take an oath and acknowledged and executed the foregoing Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 16th day of JANUARY, 1995.
My Commission Expires


Name: Wilfredo G. Curbeo
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO.:



**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

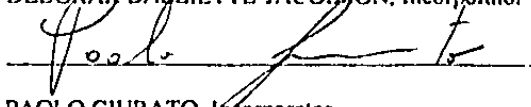
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST the JAGA, INCORPORATED, desiring to organize or
qualify under the laws of the State of Florida, to its principal place of business at 2125 Biscayne Blvd.,
Suite 350, Miami, Florida 33137, has named DEBORAH BALLIETTE-JACOBSON, 2125 Biscayne
Blvd., Suite 350, Miami, Florida 33137, as its agent to accept service of process within Florida.

Dated: 1-16-95



DEBORAH BALLIETTE-JACOBSON, Incorporator



PAOLO GIURATO, Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.

