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TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE

1492 W FLAGLER ST

STATE OF FLORIDA

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409 EAST GAINES STREET

MIAMI FL 33135-

000

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SEA MIST, LTD. INC.

FAX AUDIT NUMBER: H95000002129

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TALLAHASSEE, FLORIDA

W95-4146



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 23, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SEA MIST, LTD. INC.  
REF: W95000004146

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loria Poole  
Corporate Specialist

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SEA MIST OF MIAMI, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: SEA MIST OF MIAMI, INC.  
Its principal an mailing address is:

3701 NW SOUTH RIVER DRIVE  
MIAMI FL. 33142

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is FIVE THOUSAND shares (5000) of common stock having a par value of one dollar (US\$1.00) per share. The board of Directors may increase the capital and the numbers of shares as an amendment to the By-Laws.

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall have perpetual existence commencing upon filing of this articles.

ARTICLES V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

CARLOS ALBERTO PARRA  
13731 C SW 84TH STREET  
MIAMI FL. 33183

I hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

Accepted:

  
Carlos Alberto Parra

The board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ALEX CONSTANTINO, ACCT.

728 S.W. 100 Ct. CIRCLE

MIAMI, FL 33174

(305) 221-8054

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ARTICLE VI. BOARD OF DIRECTORS.

This corporation shall have one (1) director initially. The numbers of directors may be increased or diminished from time to time by Bylaws adopted by the stockholder, by shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS.

The names of the initial directors of this corporation and their address are:

CARLOS ALBERTO PARRA  
13731 C SW 84TH STREET  
MIAMI FL. 33183

The person named as the initial Director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

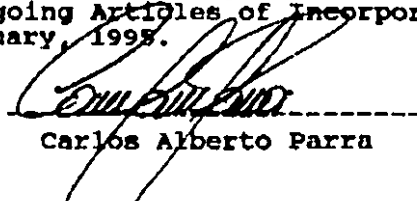
The name and street address of the person signing these Articles of Incorporation as the incorporator is:

CARLOS ALBERTO PARRA  
13731 C SW 84TH STREET  
MIAMI FL. 33183

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provide by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation of this 20th days of February, 1995.

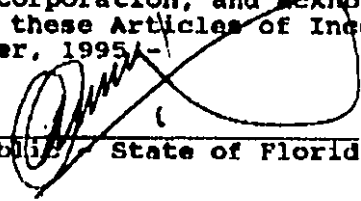
  
Carlos Alberto Parra

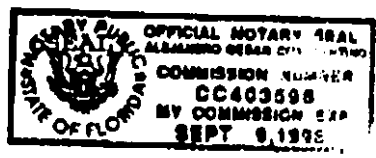
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STATE OF FLORIDA  
COUNTY OF STATE

BEFORE ME, Alejandro C. Constantino, a Notary Public,  
personally appeared Carlos Alberto Parra, to me Known to be  
the person described as Incorporator and who executed the  
foregoing Articles of Incorporation, and acknowledged before  
me that he subscribed to these Articles of Incorporation on  
this 20th days of December, 1995.

  
\_\_\_\_\_  
Notary Public, State of Florida



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TALLAHASSEE, FLORIDA

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