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CORPORATION

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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: CORPORATE CREATIONS INTERNATIONAL IN

DEPARTMENT OF STATE

401 OCEAN DR

STATE OF FLORIDA

SUITE 312

409 EAST GAINES STREET

MIAMI BEACH FL 33139-0000

TALLAHASSEE, FL 32399

CONTACT: JOHNNY C RODRIGUEZ

FAX: (904) 922-4000

PHONE: (305) 672-0686

FAX: (305) 672-9110

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MITB, INC.

FAX AUDIT NUMBER: H95000005106

CURRENT STATUS: REQUESTED

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**Articles of Incorporation
of
MITB, Inc.**

Article I. Name

The name of this Florida corporation is MITB, Inc.

EFFECTIVE DATE

Article II. Address

The mailing address of the Corporation is:

MITB, Inc.
c/o 80 SW 8th Street, Suite 2000
Miami, FL 33130

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TALLAHASSEE, FLORIDA

Article III. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Luis Agramunt
80 SW 8th Street, Suite 2000
Miami, FL 33130

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest

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extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Carlos Garcia Mena

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139

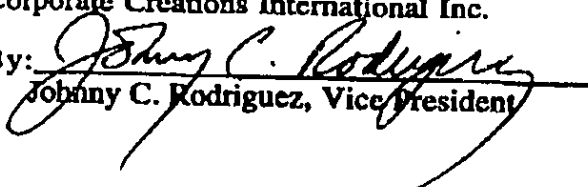
Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of May 5, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on May 5, 1995.

Corporate Creations International Inc.

By:


Johnny C. Rodriguez, Vice President


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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
MITB, Inc.

REGISTERED AGENT:
Luis Agramunt
80 SW 8th Street, Suite 2000
Miami, FL 33130

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Luis Agramunt
By: Johnny C. Rodriguez, as attorney-in-fact

Date: May 5, 1995

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Miami Beach, FL 33139
(305) 672-0686

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