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DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
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FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: P.V.A. MANAGEM.ENT CORPHOATION
FAX AUDIT NUMBER: H95000005881
DATE REQUESTED: 05/25/1998
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 12:23:36
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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5/24

APPROVED
68 MAY 25 1998

MY-25-1975 11:50 FROM ENPIRE

TO

1975 MAY 25 11:50

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**ARTICLES OF INCORPORATION
OF
P.V.A. MANAGEMENT CORPORATION**

ARTICLE I-NAME

The name of this Corporation is P.V.A. MANAGEMENT CORPORATION.

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is Carlos J. Arboleya, Jr., Esquire, 2100 Ponce de Leon Blvd., Suite 1100, Coral Gables, FL. 33134.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have One (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

THIS INSTRUMENT PREPARED BY:
CARLOS J. ARBOLEYA, JR., ESQUIRE
ARBOLEYA & EDWARDS
2100 PONCE DE LEON BLVD., SUITE 1100
CORAL GABLES, FL. 33134
305-446-0076
FLORIDA BAR #817155

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TALLAHASSEE, FLORIDA

The name(s) and address(es) of the initial Directors are:

NAME	ADDRESS
Juan Rodriguez	14609 SW 142 Ct. Miami, Fl. 33139

ARTICLE VII-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her 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 X-PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation is 1605 BAY Road, Unit 508, Miami Beach, Florida 33139.

ARTICLE XI-INCORPORATOR

The person signing these articles is Juan Rodriguez, of 14609 SW 142 Ct., Miami, Fl. 33186.

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ARTICLE XIX-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 24 day of May, 1995.

Juan Rodriguez
By: Juan Rodriguez

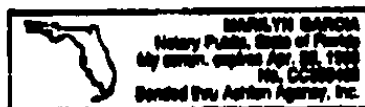
State of Florida }

County of Dade }

The foregoing instrument was acknowledged before me this 24 day of May, 1995, by Juan Rodriguez, who is personally known to me or who has produced Driver's License as identification and who did/did not take an oath, and who, as Incorporator(s), executed the foregoing Articles of Incorporation of P.V.A. Management Corporation, and acknowledged before me that he executed those Articles of Incorporation.

Marilyn Garcia
NOTARY PUBLIC, STATE OF
FLORIDA.
Name: Marilyn Garcia

My Commission Expires:



THIS INSTRUMENT PREPARED BY:
CARLOS J. ARBOLEYA, JR., ESQUIRE
ARBOLEYA & EDWARDS
2100 PONCE DE LEON BLVD., SUITE 1100
CORAL GABLES, FL. 33134

FLORIDA BAR #817155

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

P.V.A. MANAGEMENT CORPORATION

In pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act:

First-That P.V.A. MANAGEMENT CORPORATION, desiring to
organize under the laws of the State of Florida, with its
principal office as indicated in the articles of incorporation
at City of Miami Beach, County of Dade, State of Florida, has
named CARLOS J. ARBOLEYA JR., located at 2100 Ponce de Leon
Blvd., Suite 1100, City of Coral Gables, County of Dade, State
of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

By: 
Signature of
Registered Agent

State of Florida)

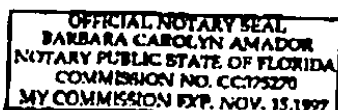
County of Dade)

The foregoing instrument was acknowledged before me this 25
of May 1995, by Carlos J. Arboleya, Jr., who is personally known
to me and who did/did not take an oath.


NOTARY PUBLIC, STATE OF
FLORIDA.

Name: BARBARA C. AMADOR

My Commission Expires:



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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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