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June 6, 1995

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SECERESISE

Department of State P.O.Box 6327 Tallahassee, Fl. 32301

Corporate Records Bureau

Division of Corporation

Dear Sir/Madam:

Please find enclosed the Articles of Incoporation of:

Beach Air Out, Corp.

Also find enclosed a check payable to the Secretary of State in the amount of \$122.50 to cover for it's fillings fees.

Sincerely,

Registered Agent

NOTE: SHOULD YOU HAVE ANY QUESTION REGARDING THE ABOVE, PLEASE CALL

ABELARDO G. IGLESIAS (305)-558-4971

38 Palm Avenue #203 Hialeah, Florida 33012

4h 211-95

ARTICLES OF INCORPORATION OF BEACH AIR OUT, CORP.

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SECRET : TALLARGRANDER, F. ORIDA

ARTICLE ONE

The name an address of the corporation is :BEACH AIR OUT, CORP. 14773 S.W. 58th STREET MIAMI FL 33193

ARTICLE TWO

The period of its duration is perpetual

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 100 of the par value of ONE DOLLAR (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$100.00, consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 3800 Palm Ave. # 203, Hialeah, Florida 33012, and the name of its initial registered agent at such address is Abelardo G. Iglesias.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is 4 and the name and addressess of the person (s) who are to serve as director (s) until the first annual meeting of the shareholders or until their successors are elected and qualified are:

NAME	POSITION	ADDRESS
CARLOS IGLESIAS	PRESIDENT	14773 S.W. 58th STREET MIAMI FL 33193
ALEX CHAVEZ	V.PRESIDENT	14773 S.W. 58th STREET MIAMI FL 33193
LUISA CHAVEZ	TREASURER	14773 S.W. 58th STREET MIAMI FL 33193
ALINA IGLESIAS	DIRECTOR	14773 S.W. 58th STREET MIAMI FL 33193

ARTICLE EIGHT

The name and address of each incorporator is:

Name

Mailing address

CARLOS IGLESIAS ALEX CHAVEZ LUISA CHAVEZ ALINA IGLESIAS 14773 S.W. 58th STREET MIAMI FL 33193 14773 S.W. 58th STREET MIAMI FL 33193 14773 S.W. 58th STREET MIAMI FL 33193 14773 S.W. 58th STREET MIAMI FL 33193

ARTICLE NINE

The name and address of the person signing these articles is:

CARLOS IGLESIAS 14773 S.W. 58th STREET MIAMI FL 33193

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of Incorporation this 6th of June 1995.

Subscriber

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, a notary public autorized to take acknoledgements in the state and county set forth above, personally appeared Carlos Iglesias, known to me and known by me to be the person who executed those articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 6 of June 1995.

Notary Public, State of Florida at Large

My commission expires:

A. IGLESIAS
Notinity Public, State of Florida
My Contrin Expires Jun. 17, 1998 .
No. CC 386399
Ronded Thru William Natury Berster

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

FILED 95 JUN 15 AN 10:00 SEGILLAMASSEE, PLONIDA

The undersigned, named Resident Agent in the articles of Incorporation of BEACH AIR OUT, CORP. does hereby accept the designation of Resident Agent and agrees to perform those duties until and unless removed by the board of Directors of said Corporation

Dated at Miami, Dade County, Florida, this 6th of June 1995.

Registered Agent