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409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3094
FAX: (305) 541-3770
((H95000008954))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CAPITAL BUILDING PARTNERS, INC.
FAX AUDIT NUMBER: H95000008954 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/14/1995 TIME REQUESTED: 10:32:58
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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Tessie

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CAPITAL BUILDING PARTNERS, INC.
REF: H95000016379

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Loria Poole
Corporate Specialist

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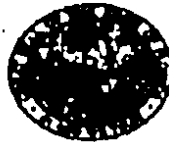
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CAPITAL BUILDING PARTNERS, INC.
REF: W95000016379

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Loria Poole
Corporate Specialist

FAX Aud. #: E95000008954
Letter Number: 695A00038221

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
CAPITAL BUILDING PARTNERS, INC.

RECEIVED
JUL 11 1995
11:06 AM
FROM

ARTICLE I

NAME

The name of the Corporation is CAPITAL BUILDING PARTNERS, INC.

ARTICLE II

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III

PERMITTED ACTIVITY

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

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be Five Thousand (5,000) shares of voting common stock with \$1.00 par value share.

PREPARED BY:

Nelson Slosbergas, Esquire
Nelson Slosbergas, P.A.
520 Brickell Key Drive, Suite 0-301
Miami, FL 33131
FLORIDA BAR NO. 378887
(305) 374.3800

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**ARTICLE V
PREEMPTIVE RIGHTS DENIED**

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation and initial place of business is 520 Brickell Key Drive, Suite 0-301, Miami, Florida 33131. The initial Registered Agent is Nelson Slosbergas at 520 Brickell Key Drive, Suite 0-301, Miami, Florida 33131.

**ARTICLE VII
DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The names and addresses of the first Board of Directors who shall serve until the first annual meeting of shareholders or until their successors are elected and qualified shall be:

NAMES

ADDRESSES

AHMAD ALI

520 Brickell Key Drive
Suite 0-301
Miami, Florida 33131

ALEJANDRO ORTIZ

520 Brickell Key Drive
Suite 0-301
Miami, Florida 33131

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H56800000056H

800-678-2119

INCORPORATOR

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

INDEMNIFICATION

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

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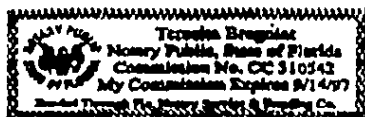
IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 14th day of August, 1995.


Nelson Slosbergas

STATE OF FLORIDA)
COUNTY OF DADE) SS.

The foregoing Articles of Incorporation was acknowledged before me this 14th day of August, 1995, by Nelson Slosbergas who is personally known to me and who did not take an oath. He acknowledged before me according to law, that he made and subscribed the same for the purpose therein mentioned and set forth therein.


NOTARY PUBLIC, State of Florida at Largo
NOTARY: TERESITA BREGOLAT
My Commission Expires:



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Abstract

Pursuant to the provisions of Section 2207.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- Signature: _____
Title: Registered Agent and Incorporator
Date: August 14, 1995

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agreed to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: _____
Date: August 14, 1995

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