

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

917-222-9171

950007419



PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000002

REFERENCE : 683127 81133A

AUTHORIZATION : *Patricia Piquit*

COST LIMIT : \$ 122.50

ORDER DATE : September 15, 1995

ORDER TIME : 10:22 AM

ORDER NO. : 683127

CUSTOMER NO: 81133A

CUSTOMER: Ms. Amy Concepcion
MANGUART & ASSOCIATES, P.A.

Main Floor
1428 Brickell Ave.
Miami, FL 33131

RECEIVED
SEP 15 1995

80098510000

DOMESTIC FILING

NAME: ITAPARICA CORPORATION

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

T. BROWN SEP 15 1995

FILED
05 SEP 15 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FL 32304

**ARTICLES OF INCORPORATION
OF
ITAPARICA CORPORATION**

FILED
95 SEP 15 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the Corporation is Itaparica Corporation and c/o Julio E. Manguart, 1428 Brickell Avenue, Main Floor, Miami, Florida 33131, respectively.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having a one cent (\$.01) par value per share.

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be 1428 Brickell Avenue, Main Floor, Miami, FL 33131, and the initial registered agent of this Corporation at such office shall be Julio E. Manguart, Esq., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process, and with the provisions of Section 607.0505, Florida Statutes, as amended from time to time, with respect to his duties as registered agent.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than two nor more than five. The name and address of the director constituting the initial Board of Directors is:

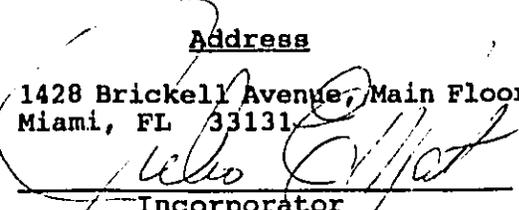
<u>Name</u>	<u>Address</u>
Armindo Carvalho	1428 Brickell Avenue Main Floor Miami, FL 33131

Adelia Maria A. Carvalho

1428 Brickell Avenue
Main Floor
Miami, FL 33131

ARTICLE VII - INCORPORATOR

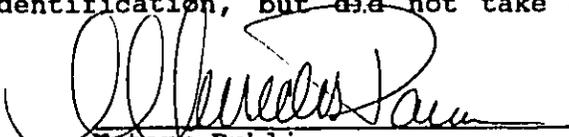
The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Julio E. Manguart	1428 Brickell Avenue, Main Floor Miami, FL 33131
	 _____ Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of Itaparica Corporation were acknowledged before me this 14th day of September, 1995, by Julio E. Manguart, as Incorporator, who produced his Florida drivers license as identification, but did not take an oath.





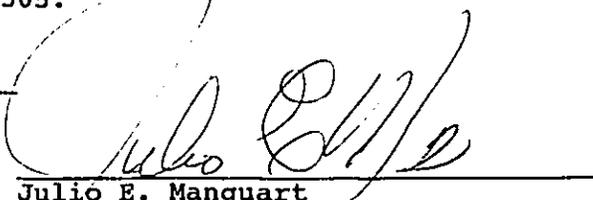
Notary Public

My commission expires :

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Itaparica Corporation at the place designated in the Articles of Incorporation, Julio E. Manguart, agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: September 14, 1995



Julio E. Manguart