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STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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(((H96000001615))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LEGAR CORPORATION

FAX AUDIT NUMBER: H96000001615

DATE REQUESTED: 02/02/1998

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TALLAHASSEE, FLORIDA

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(5)

ARTICLES OF INCORPORATION OF

ARTICLE I

The name of this corporation shall be:

LEGAL CORPORATION

ARTICLE II

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue at any time is 100 shares of One and 00/100 (\$1.00)
(DOLLARS, per value each.

ARTICLE IV

The shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at
1835 S.W. 3rd Avenue, #4, Miami, Florida 33129.
with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities, or countries as may from time to time be authorized by its Board of Directors.

ARTICLE VII

The initial registered office of this corporation shall be at:
1835 S.W. 3rd Avenue, #4, Miami, Florida 33129.
The initial registered agent at such address shall be Andres E. Garcia

Marc N. Linowitz, Esq. FBN. 268933
1699 Coral Way # 315 (305) 858-9814
Miami, FL 33145

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ARTICLE VIII

This corporation shall at all time have at least One (1) Director who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation.

ARTICLE IX

The name and address of the Members of the First Board of Directors who shall hold office until the first annual meeting of shareholders and or until their successors are elected and qualified or until their earlier resignation, removal from office, or death, are:

Andres E. Garcia / President

Maurizio Oronzo / Vice-President

Lisette Gonzales / Secretary

ARTICLE X

The name and address (es) of the subscriber (s) is / are:

Andres E. Garcia / 1835 S.W. 3rd Avenue, #4, Miami, Florida 33129

Maurizio Oronzo / 1835 S.W. 3rd Avenue, #4, Miami, Florida 33129

Lisette Gonzales / 1835 S.W. 3rd Avenue, #3, Miami, Florida 33129

ARTICLE XI

The By-Laws of this corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

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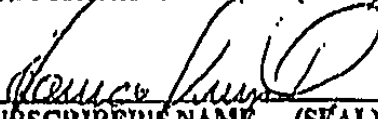
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IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged
those Articles of Incorporation this 31st day of January, 1996.

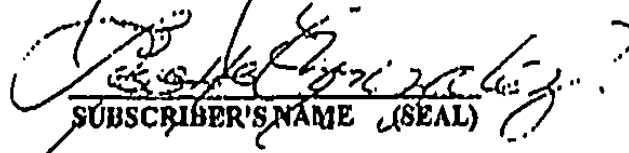
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SUBSCRIBER'S NAME (SEAL)



SUBSCRIBER'S NAME (SEAL)



SUBSCRIBER'S NAME (SEAL)

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

I HEREBY CERTIFY, that on this the 31st day of January, 1996, personally
appeared before me, an authorized officer duly commissioned to administer oaths and
take acknowledgments:

to me well known, and known to be the person who executed the foregoing Articles of
Incorporation, and acknowledge that they signed and executed the same for the uses
and purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami,
Dade County, Florida, the day and year above written.



NOTARY PUBLIC, State of Florida at Large

OFFICIAL NOTARY SEAL
ELAINE VIERA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CCS02823
MY COMMISSION EXP. OCT. 17, 1999

My Commission Expires:

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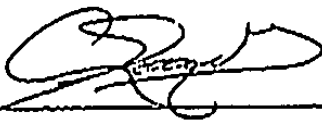
**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said act:

First - That LEGAR CORPORATION
desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the articles of incorporation,
at the City of Miami County of Dade, State of Florida
has named Andres E. Garcia Located at 1835 S.W. 3rd Avenue, #4,
Miami, Florida 33129 City of Miami County of Dade
State of Florida, as its agent to accept service of process within the 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 

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