

79600001942

SWARTZ, GOLIZ, COHEN, ZAKARIN & KOTLER, P.A.
54 S.W. BOCA RATON BOULEVARD
BOCA RATON, FL 33432-4708

EDWARD B. COHEN
THEODORE H. GLICKSTEIN
PAULA B. GOLD (RETIRED)
MICHAEL J. KOTLER **
ALLAN H. SCHWARTZ
RONALD M. ZAKARIN *

* ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND NEW YORK
** ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND PENNSYLVANIA

NEW YORK OFFICE
1129 NORTHERN BLVD.
MANHATTAN, NEW YORK 10030

BOCA RATON (407) 361-9000
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FAX (407) 361-9770

February 26, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

RE: Barca-Nova International, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for Barca-Nova International, Inc. for filing. Also enclosed is a check in the sum of \$122.50, in payment of the following costs:

Filing Fee:	\$35.00
Certified Copy:	52.50
Certificate of Registered Agent:	35.00

\$122.50

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***122.50 ***122.50

Kindly file the Articles of Incorporation and return a conformed copy to the undersigned.

Very truly yours,

SCHWARTZ, GOLD, COHEN, ZAKARIN
& KOTLER, P.A.

By: Denise C. Conolly
Denise C. Conolly,
Legal Assistant

/dcc
Enclosures

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FILED
96 FEB 29 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BARCA-NOVA INTERNATIONAL, INC.

FILED

96 FEB 29 AM 9:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is BARCA-NOVA INTERNATIONAL INC.

ARTICLE II
PURPOSE

This corporation is organized for the following purposes:

1. To engage in any activity or business permitted under the laws of the United States and the State of Florida.
2. To own, operate and manage real property.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V
INITIAL OFFICE

The street address of the initial principal office of this corporation is 3528 Coral Springs Drive, Coral Springs, Florida 33065. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one Director, initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

FRANCISCA ORTEGA PEREZ
3528 Coral Springs Drive
Coral Springs, FL 33065

ARTICLE VII
RESTRICTIONS ON TRANSFER OF STOCK

No common stock shall be sold or otherwise transferred by any stockholder to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

The price and terms of which and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE VIII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICLE IX
INCORPORATOR

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

FRANCISCA ORTEGA PEREZ
3528 Coral Springs Drive
Coral Springs, FL 33065

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 15th day of February, 1996.

Francisca Ortega Perez

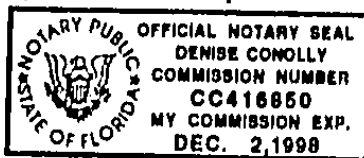
FRANCISCA ORTEGA PEREZ

STATE OF FLORIDA)
)ss.
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 15 day of February, 1996,
by Francisca Ortega Perez, who is personally known to me or who has produced
_____ as identification and who did take an oath.

(Notarial Seal)

My Commission Expires:



Denise Conolly

Notary Public, State of Florida

Print Name: _____

Serial No.: _____

CERTIFICATE DESIGNATING 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 BARCA-NOVA INTERNATIONAL, INC., 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 Coral Springs, County of Broward, State of Florida has named EDWARD B. COHEN,
ESQUIRE, located at 54 S.W. Boca Raton Blvd., Boca Raton, Florida 33432, as its agent to accept
service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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: Edward B. Cohen
EDWARD B. COHEN
(Registered Agent)

FILED
96 FEB 29 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA