

03/06/1996 13:05 672-0686

CORPORATE CREATIONS PAGE 01

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

FROM: CORPORATE CREATIONS INTERNATIONAL IN  
401 OCEAN DR  
SUITE 312  
MIAMI BEACH FL 33159-0000  
CONTACT: JOHNNY C RODRIGUEZ  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PELICAN'S COVE INVESTMENT INC.  
FAX AUDIT NUMBER: H96000003204  
DATE REQUESTED: 03/06/1996  
CERTIFIED COPIES: 0  
NUMBER OF PAGES: 4  
ESTIMATED CHARGE: \$78.75

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 13:13:46  
CERTIFICATE OF STATUS: 1  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 073171003004

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**Articles of Incorporation  
of  
Pelican's Cove Investment Inc.**

**Article I. Name**

The name of this Florida corporation is:  
Pelican's Cove Investment Inc.

**Article II. Address**

The mailing address of the Corporation is:  
Pelican's Cove Investment Inc.  
600 Palm Avenue, Suite A  
Hialeah FL 33010

**Article III. Capital Stock**

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

**Article IV. Registered Agent**

The name and address of the registered agent of the Corporation is:  
Corporate Creations Enterprises, Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens FL 33418

**Article V. Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Lu's Machado  
Antonio Gestido Jr.

#### Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629

#### Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective March 6, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on March 6, 1996

Corporate Creations International Inc.

By:

  
Johnny C. Rodriguez Vice President

H96000003204

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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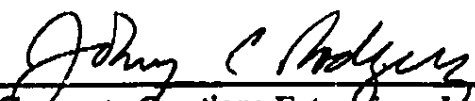
**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**  
Pelican's Cove Investment Inc.

**REGISTERED AGENT:**  
Corporate Creations Enterprises, Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens FL 33418

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
Corporate Creations Enterprises, Inc.  
Johnny C. Rodriguez, Vice President

Date: March 6, 1996

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Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0888