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ACCOUNT NO. : 072100000032

REFERENCE : 943010 4725154

AUTHORIZATION: Patricia Pyle

COST LIMIT = \$ 70.00

ORDER DATE : May 6, 1996

ORDER TIME : 3:18 PM

ORDER NO. : 943818

CUSTOMER NO: 4725154

CUSTOMER: Howard Mann, Esq  
HOWARD MANN, ESQUIRE

Suite 13  
10 Require Road  
New City, NY 10956

**DOMESTIC FILING**

NAME: AZUR INTERNATIONAL  
CONSTRUCTION II, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
 \_\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

09 MAY 14 PM12:53  
FBI - NEW YORK

5/15/96  
PB

ARTICLES OF INCORPORATION  
OF  
AZUR INTERNATIONAL CONSTRUCTION II, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AZUR INTERNATIONAL CONSTRUCTION II, INC.

The address of the principal office of this corporation shall be Post Office Box 520819, Miami, Florida 33152, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8401 Northwest 17 Street, Miami, Florida 33126, and the name of the initial registered agent of the corporation at that address is Joseph F. Costigan.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Joseph F. Costigan  
Dir.

Post Office Box 520819  
Miami, Florida 33152

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Joseph F. Costigan  
Pres.

Post Office Box 520819  
Miami, Florida 33152

Gilbert Henric  
V. Pres.

43 Salamanca Avenue  
Coral Gables, Florida 33134

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 13, 1996.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

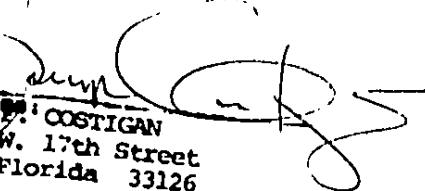
VLP

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

JOSEPH P. COSTIGAN

\_\_\_\_\_ an individual residing in  
this state having a business office identical with the  
registered office of the corporation named below, and  
having been designated as the Registered Agent in the above  
and foregoing Articles of Incorporation of  
AZUR INTERNATIONAL CONSTRUCTION II, INC.

\_\_\_\_\_ is familiar with and accepts the obligations of the  
position of Registered Agent under Section 607.0305,  
Florida Statutes.

By:   
JOSEPH P. COSTIGAN  
8401 N.W. 17th Street  
Miami, Florida 33126