

P96000053798



PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 997883 8077A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pytko

ORDER DATE : June 24, 1996

ORDER TIME : 3:36 PM

ORDER NO. : 997883

CUSTOMER NO: 8077A

CUSTOMER: Judith A. Freundt, Legal Asst
MIGUEL A. MARTIN, ESQ

Suite 830
848 Brickell Avenue
Miami, FL 33131

900001874279

DOMESTIC FILING

NAME: B.C.R. DESIGNS INTERNATIONAL,
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: Michelle Bailey

EXAMINER'S INITIALS:

JP
6/25/96

ARTICLES OF INCORPORATION
OF
B.C.R. DESIGNS INTERNATIONAL, 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:

B.C.R. DESIGNS INTERNATIONAL, INC.

The address of the principal office of this corporation shall be 655 Washington Avenue, Miami Beach, Florida 33139, 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 5,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Nays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Patrick Mohr
Dir.

444 14th Street, Apartment #5
Miami Beach, Florida 33140

Eric Omores
Dir.

655 Washington Avenue
Miami Beach, Florida 33139

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:

Patrick Mohr
Pres.

444 14th Street, Apartment #5
Miami Beach, Florida 33140

Eric Omores
Sec./Treas.

655 Washington Avenue
Miami Beach, Florida 33139

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 June 24, 1996.

CORPORATION SERVICE COMPANY

By: _____

Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

DMK/meb

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-0086

P96000053798

CSC networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 997883 8077A

AUTHORIZATION : Patricia Piggott

COST LIMIT : \$ 35.00

ORDER DATE : June 24, 1996

ORDER TIME : 11:16 AM

ORDER NO. : 997883

CUSTOMER NO: 8077A

200001888262

CUSTOMER: Judith A. Freundt, Legal Asst
Miguel A. Martin, Esq
Suite 830
848 Brickell Avenue
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: B.C.R. DESIGNS INTERNATIONAL,
INC.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED

96 JUL -9 PM 3:44

SECRETARY OF STATE
TALLAHASSEE, FL 32304

96 JUL -9 PM 1:05
RECORDS & COMMUNICATION

FILED
96 JUL -9 PM 3:44
SECRET
FALLA...
...
...

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE I of the Articles of Incorporation of
B.C.R. DESIGNS INTERNATIONAL, INC. shall be amended to read as
follows:

ARTICLE I. NAME

The name of the corporation shall be:

B.C.R. DESIGNS INTERNATIONAL, INC.

The address of the principal office of this corporation shall
be 440 14th Street, #5, Miami, Florida 33139, and the mailing
address of the corporation shall be the same.

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
two Directors, initially. The names and addresses of the
initial members of the Board of Directors are:

Patrick Mohr
Dir.

440 14th Street, #5
Miami, Florida 33139

Eric Omores
Dir.

1615 Bay Drive
Miami Beach, Florida 33141

ARTICLE VI. 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:

Patrick Omores
Pres.

440 14th Street, #5
Miami, Florida 33139


Eric Omores
Sec./Treas.

1615 Bay Drive
Miami Beach, Florida 33141

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

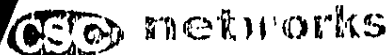
All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted on the 9th day of July, 1996.


BY: Its Incorporator,
Its Agent, Laura R. Dunlap

LRD/cah

P96000053798



FILED

96 JUL 29 PM 12:09

ACCOUNT NO. 072100000032
DIVISION OF CORPORATION

REFERENCE : 997883 8077A

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : June 24, 1996

ORDER TIME : 11:36 AM

ORDER NO. : 997883

CUSTOMER NO: 8077A

CUSTOMER: Judith A. Freundt, Legal Asst
Miguel A. Martin, Esq
Suite 830
848 Brickell Avenue
Miami, FL 33131

41 JUL 24 1996

DOMESTIC AMENDMENT FILING

NAME: B.C.R. DESIGNS INTERNATIONAL,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

FILED
96 JUL 29 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
006
7/29

RECEIVED
96 JUL 29 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

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Patrick Mohr
Pres.

440 14th Street, #5
Miami, Florida 33139


Eric Omores
Sec./Treas.

1615 Bay Drive
Miami Beach, Florida 33141

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted on the 29th day of July, 1995.


BY: Its Incorporator,
Its Agent, Laura R. Dunlap

LRD/cah