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LAW OFFICE OF
FRANK G. FINKBEINER
ATTORNEY AND COUNSELOR AT LAW
106 EAST ROBINSON STREET, SUITE 301
ORLANDO, FLORIDA 32801
TELEPHONE (407) 483-0012
FAX (407) 839-8881

FRANK G. FINKBEINER

OF COUNSEL
DWAYNE CAHR

June 27, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-07/02/96--01006--020
****122.50 ****122.50

RE: ~~VIZCAYA, INC.~~
PAULOS ALVES, INC.

EFFECTIVE DATE
7-10-96

Gentlemen:

Enclosed please find an original and one fully executed copy of the Articles of Incorporation for the above-referenced Florida corporation, an original Designation and Acceptance of Designation of Registered Agent, together with a check in the amount of \$122.50 representing the following fees:

Filing Fee.....	\$ 35.00
Certified Copy.....	52.50
Registered Agent Fee.....	<u>35.00</u>
TOTAL ENCLOSED.....	\$122.50

Would you please forward a certified copy of the filed Articles of Incorporation to me at the letterhead address. Thank you for your cooperation in this matter.

Very truly yours,

FRANK G. FINKBEINER

W-14033
KRL 7-1-96

FGF:sn
encls.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUL 16 AM 8:11

FILED

LAW OFFICES OF
FRANK G. FINKBEINER
ATTORNEY AND COUNSELOR AT LAW
105 EAST ROBINSON STREET, SUITE 301
ORLANDO, FLORIDA 32801
TELEPHONE (407) 483-0018
FAX (407) 630-8001

FRANK G. FINKBEINER

OF COUNSEL
DWAINE CARR

July 10, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
7-10-96

FILED
95 JUL 16 AM 8:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: PAULOS ALVES, INC.
Previously submitted as: VIZCAYA, INC.
YOUR REF. NUMBER: W96000014033

Gentlemen:

In view of your advice, under date of July 3, 1996, copy of which is enclosed, we are herewith submitting new Articles of Incorporation, in duplicate, in the name of PAULOS ALVES, INC., together with Designation of Registered Agent and Registered Office and Acceptance of Designation of Registered Agent.

Your early attention would be appreciated.

Very truly yours,


FRANK G. FINKBEINER

FGF:sn
encs.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 3, 1996

FRANK C. FINKBEINER, ESQ.
105 EAST ROBINSON STREET
SUITE 301
ORLANDO, FL 32801

SUBJECT: VIZCAYA, INC.
Ref. Number: W96000014033

We have received your document for VIZCAYA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Kimberly Rolfe
Document Specialist

Letter Number: 296A00032799

ARTICLES OF INCORPORATION
OF
PAULOS ALVES, INC.

7-10-96

FILED
95 JUL 16 PM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this corporation is **PAULOS ALVES, INC.**

ARTICLE II: DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III: PURPOSE

This corporation is organized for the purpose of engaging in any and all activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV: CAPITAL STOCK

Initial Issue. One Thousand (1,000) shares of stock of the corporation shall be issued for cash or notes at a value of \$1.00 per share.

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The address of the principal office of this corporation is 105 E. Robinson Street, Suite 301, Orlando, FL 32801, and the name of the registered agent of this corporation is Frank G. Finkbeiner, Atty.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or decreased from time to time by the By-Laws of the corporation, but shall never be less than one (1). The name and address of the Directors of this corporation until the first annual meeting of the Shareholders or until their successor(s) be elected and qualified are as follows:

Frank G. Finkbeiner
105 E. Robinson Street, Suite 301
Orlando, FL 32801

ARTICLE VII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE VIII: INCORPORATOR

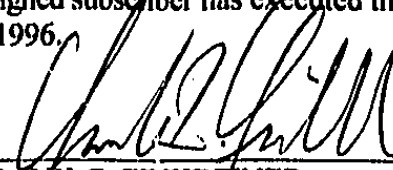
The name and address of the person signing these Articles of Incorporation is:

Frank G. Finkbeiner
105 E. Robinson Street, Suite 301
Orlando, FL 32801

ARTICLE IX: PREEMPTIVE RIGHTS

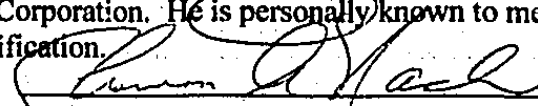
The Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

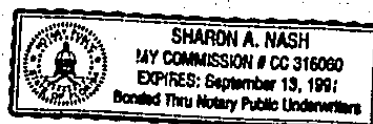
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 10th day of July, 1996.


FRANK G. FINKBEINER
Incorporator/Subscriber

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 10th day of June, 1996, by Frank G. Finkbeiner, Incorporator of PAULOS ALVES, INC., a Florida corporation, on behalf of the Corporation. He is personally known to me or has produced _____ as identification.


Sharon A. Nash
Notary Public-State of Florida
My commission expires:



DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE

FRANK G. FINKBEINER, ATTY., is hereby designated as Registered Agent for PAULES ALVES, INC., a corporation formed and existing under the laws of the State of Florida.

The designated registered office of Frank G. Finkbeiner, Atty. is 105 E. Robinson Street, Suite 301, Orlando, FL 32801.

DATED this 10th day of July, 1996.

BY: 

Frank G. Finkbeiner, Director

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared the undersigned, FRANK G. FINKBEINER, who upon being first duly sworn, deposes and says that he is the Director of PAULOS ALVES, INC., and that he has read the above and that the same is true and correct to the best of his knowledge and belief.

WITNESS my hand and seal in the County and State last aforesaid this 10 day of July, 1996.



Notary Public - Sharon A. Nash

My Commission Expires:

