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COMP CREATIONS

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TO: DIVISION OF CORPORATIONS

DEPARTMENT OF REVENUE

STATE OF FLORIDA

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TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FLORIDA DIVISION OF CORPORATIONS

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401 N. MIAMI DR

SUITE 312

MIAMI BEACH FL 33139-0000

CONTACT: JOHNNY C RODRIGUEZ

PHONE: (305) 672-0686

FAX: (305) 672-9110

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FLORIDA INVESTMENT VENTURES, INC.

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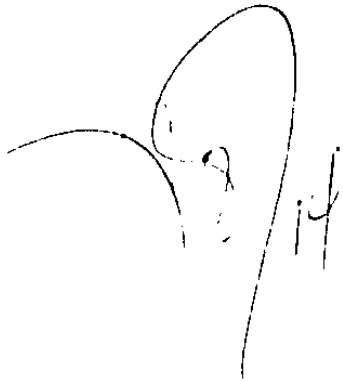
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**ARTICLES OF INCORPORATION
OF
FLORIDA INVESTMENT VENTURES, INC.**

The undersigned Incorporator hereby forms a corporation under the laws of the State of Florida:

Article I. Corporate Name

The name of this Corporation is:

Florida Investment Ventures, Inc.

Article II. Mailing Address of Corporation

The mailing address of this Corporation is c/o Roland Sanchez-Medina Jr., One International Place, Suite 2800, 100 S.E. 2nd Street, Miami, Florida 33131.

Article III. Capital Stock

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of \$.01 per share. The Board of Directors of this Corporation shall have the power to divide and issue the Common Stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the laws of the State of Florida. Shares of one series may be issued as a share dividend in respect of shares of another series.

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Roland Sanchez-Medina Jr. FL Bar Member 0935115
Zack, Sparber, Kosnitzky, Spratt & Brooks, P.A.
100 SE 2nd Street, Suite 2800
Miami, FL 33131
305-539-8400 • Fax 305-539-1307

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Article IV. Term of Existence

This Corporation shall have perpetual existence.

Article V. Initial Registered Office and Registered Agent

The Corporation's initial registered agent shall be Floris Cordisco and the street address of the initial registered office of this Corporation in the State of Florida is 8286 N.W. 66th Street, Miami, Florida 33166.

Article VI. Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

Article VII. Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is Roland Sanchez-Medina Jr., One International Place, Suite 2900, 100 S.E. 2nd Street, Miami, Florida 33131.

Article VIII. Amendment

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board.

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(Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

Article IX. Indemnification

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of August 3, 1996.


Roland Sanchez-Medina Jr.

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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT
UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida
Statutes:

Having been appointed registered agent of Florida Investment Ventures, Inc. in its
Articles of Incorporation, at the place designated in such Articles of Incorporation, the
undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and
accepts, the obligations of such position.

Boris R. Cordisco
Boris Cordisco

Dated: August 3, 1996

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