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MIAMI, FLORIDA 33130-5130

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August 23, 1996

\* ADMITTED IN FLORIDA AND BRAZIL  
\*\* ADMITTED IN FLORIDA AND NEW YORK

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

700001933457  
-08/27/96--01139--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Bayville Incorporated

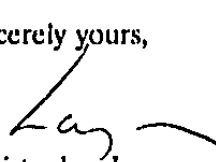
Dear Sirs:

Enclosed please find for filing the original Articles of Incorporation and one copy for certifying for the above referenced firm. A preliminary search by your office has indicated that the name is available.

Also enclosed is a check for \$122.50 to cover the costs of the filing fee and the cost of one certified copy of the articles.

Thank you very much.

Sincerely yours,

  
Christopher Langen

FILED  
36 AUG 26 PM 2:02  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
BAYVILLE INCORPORATED

ARTICLE I  
NAME

The name of this corporation is BAYVILLE INCORPORATED.

ARTICLE II  
PURPOSE

This corporation is organized to do any and all lawful business.

ARTICLE III  
CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares (1,000) of stock, at \$1.00 par value.

ARTICLE IV  
INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation, together with the agent's address, is Christopher Langen, Esq., 112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE V  
INITIAL MAILING ADDRESS

The initial mailing address of this corporation is c/o Christopher Langen, Esq., 112 South Hibiscus Drive, Miami, Florida, 33139-5130.

ARTICLE VI  
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial director of the corporation and his address is:

Stephan Heinke  
c/o Christopher Langen, Esq.  
112 South Hibiscus Drive  
Miami, Florida 33139-5130

ARTICLE VII  
INCORPORATOR

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

Christopher Langen, Esq.  
112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE VIII  
INDEMNIFICATION

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

ARTICLE IX  
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE X  
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 22 day of August, 1996.

  
\_\_\_\_\_  
Incorporator  
Christopher Langen

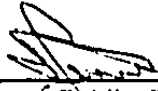
STATE OF FLORIDA )

COUNTY OF DADE )

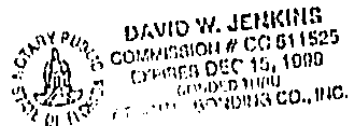
The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of August, 1996, by Christopher Langen who is:

\_\_\_\_\_ personally known to me; or

✓ has produced FL DA 1575116 63 7280 as identification and who ~~did~~ (did not) take an oath.

  
\_\_\_\_\_  
Notary Public, Florida


My commission expires: 12-15-99.



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the registered agent of Bayville Incorporated.

This acceptance is dated the 22 of August, 1996.

  
\_\_\_\_\_  
Christopher Langen, Esq.

FILED  
20  
AUG 22 1996  
CLERK OF COURT  
JUDICIAL DISTRICT OF CLATSOP COUNTY  
ASTORIA, OREGON