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ACCT#:

CONTACT: KATHLEEN M GOODRICH
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(407) 241-3815

FAX #:

NAME: C.O.F.I.D., INC.
AUDIT NUMBER.....H96000012790
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS...0
CERT. COPIES.....1
PAGES..... 3
DEL.METHOD.. FAX
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ARTICLES OF INCORPORATION
OF

C.O.F.I.D., INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be C.O.F.I.D., INC. ("Corporation").

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 1110 Brickell Avenue, Suite 430, Miami, FL 33131.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is One Hundred (100) shares of Common Stock, par value \$1.00 per share.

ARTICLE IV PURPOSE

The 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.

Prepared By:
FREDERIC M. BARTHE, ESQ.
FLORIDA BAR NO. 959456
2600 N. Military Trail
Fourth Floor
Boca Raton, FL 33431
(407) 241-1600

Fax Audit No. H96000012790

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ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:
Frederic M. Barthe, 2600 N. Military Trail, 4th floor, Boca Raton,
Florida 33431.

ARTICLE VI INCORPORATOR


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

Frederic M. Barthe
2600 N. Military Trail, 4th Floor
Boca Raton, Florida 33431

ARTICLE VII DIRECTORS

The Corporation shall have two (2) directors initially. The
number of directors may be either increased or decreased from time
to time as provided in the Bylaws of the Corporation, but shall
never be less than one (1). The names and addresses of the initial
Directors are Louis-Claude Borg, President, Secretary and
Treasurer, and Brigitte A. de Senarclens, Vice President, 1110
Brickell Avenue, Suite 430, Miami, FL 33131.

The undersigned has executed these Articles of Incorporation
this 13th day of September, 1996.



Frederic M. Barthe, Incorporator


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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for C.O.F.I.D., INC., at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: September 13, 1996



FREDERIC M. BARTHE
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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