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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
 FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
 CONTACT: RAY STORMONT PHONE: (305)541-3694 FAX #: (305)541-3770
 NAME: BIMICO COMPANY OF FLORIDA, INC.
 AUDIT NUMBER.....H96000014670
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ARTICLES OF INCORPORATION
OF

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BIMICO Company of Florida, Inc.,

The undersigned acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name and address of this corporation is:

BIMICO Company of Florida, Inc.,
10295 Collins Avenue, Suite 211
Bal Harbour, Florida 33154

2. The period of this corporation is perpetual.

3. The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

4. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES of common stock all of one class, having par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

5. The address of its initial registered office is:

10295 Collins Avenue, Suite 211

Bal Harbour, Florida 33154

and the name of its Initial Registered Agent at said address is **Igor Pavlov.**

Prepared by:
Sanford Z. Chevlin, Esq.
Bar #407437
4837 East 10th Lane
Hialeah, FL 33013

(305) 688-6633

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STATE OF FLORIDA

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6. The number of directors constituting its Initial Board of Directors is one,
whose name and address is:

GARRY DANILOV
10285 Collins Avenue, Suite 211
Bal Harbour, Florida 33154

7. The name and address of the Incorporator is:

GARRY DANILOV
10285 Collins Avenue, Suite 211
Bal Harbour, Florida 33154

8. These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all directors and stockholders sign a written instrument manifesting their intention that a certain amendment to these Articles of Incorporation be made.

9. No contract or other transaction between the Corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors or Officers are financially interested shall be either void or voidable because of such relationship or interested because such Director or Directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purpose, if:

a. The fact of such relationship or interest is disclosed or known to the Board of Directors of committee which authorized, approves or ratifies the contract or

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H96000014670

transaction by a vote or consent sufficient for the purpose without counting the votes or
comments of such interested Directors; or

b. The fact of such relationship or interest is disclosed or known to the
Shareholders entitled to vote and they authorize, approve, or ratify such contract or
transaction by vote or written consent; or,

c. The contract is fair and reasonable as to the Corporation at the time
it is authorized, approved, or ratified by the Board of Directors, a committee or
shareholders.

10. Special meeting of the Shareholders may be called at any time by the
President or holders of twenty-five percent (25%) of all outstanding shares.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles
of Incorporation at Hallandale, Florida, this 30 day of September, 1988.



GARY DANILOV

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**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OR PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 40.091, Florida Statutes, the following is submitted
in compliance with said act:

BIMICO Company of Florida, Inc..

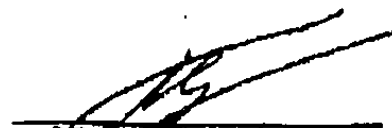
desiring to organize under the laws of the State of Florida with its principal office as
indicated in the Articles of Incorporation in the City of Bal Harbor, County of Dade, State
of Florida, has named:

IGOR PAVLOV
10295 Collins Avenue, Suite 211
Bal Harbour, Florida 33184

as its agent to accept service of process with in this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named
corporation at the place designated in this Certificate, I hereby accept to act in this
capacity and agree to comply with the provision of said Act relative to keeping open said
office.



IGOR PAVLOV

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