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FLORIDA DIVISION OF CORPORATIONS
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((H96000015534 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: THE FAIRWIND LIMITED, INC.

AUDIT NUMBER.....H96000015534

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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NOV 04 '96 12:48 DENNIS P KOEHLER, P.A.)

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ARTICLES OF INCORPORATION

OF

THE FAIRWIND LIMITED, INC.

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

ARTICLE I-NAME

The name of the corporation shall be: **THE FAIRWIND LIMITED, INC.**
The principal place of business of this corporation shall be: 400 NE 20th Street, Suite 203-C, Boca Raton, FL 33431-8144.

ARTICLE II-NATURE OF BUSINESS

This corporation may engage in or transact 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.

ARTICLE III-CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time its: 1000 shares @ \$1.00.

ARTICLE IV-TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V-OFFICERS AND DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor(s) is (are) elected, is:

RICHARD GARREFFA
400 NE 20TH Street, Suite 203-C
Boca Raton, FL 33431-8144

This instrument Prepared By:

DENNIS P. KOEHLER, ESQ.
DENNIS P. KOEHLER, P.A.
1280 N. Congress Avenue, Suite 104
West Palm Beach, FL 33409
Telephone (407) 684-2944
Facsimile (407) 684-2970

FBN: 174369

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ARTICLE VI-INCORPORATOR

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

DENNIS P. KOEHLER, ESQ.
DENNIS P. KOEHLER, P.A.
CONGRESS BUSINESS CENTER
1280 N. Congress Ave., Suite 104
West Palm Beach, FL 33409

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of November, 1996.

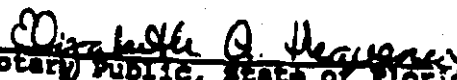
DENNIS P. KOEHLER

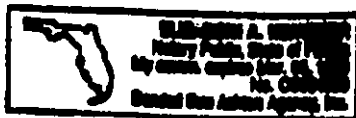


STATE OF FLORIDA)
COUNTY OF PALM BEACH)

THE FOREGOING instrument was acknowledged and sworn to before me this 4th day of November, 1996, by DENNIS P. KOEHLER of THE FAIRWIND LIMITED, INC.

NOTARY SEAL


Notary Public, State of Florida
Commission No. CC 354336
My commission expires: 3-5-98



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NOV 84 '96 12:49 DENNIS P KOEHLER. P.R.)

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: THE FAIRWIND LIMITED, INC.
2. The name and address of the registered agent and office is:

RICHARD GARREFFA
400 N.E. 20th Street, Suite 203-C
Boca Raton, FL 33431-8144

Having been named as registered agent and to accept service of
process for the above stated corporation at the place designated
in this certificate, I hereby accept the appointment as registered
agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relating to the proper
and complete performance of my duties, and I am familiar with and
accept the obligations of my position as registered agent.

Richard Garreffa
(SIGNATURE)

11/4/96
(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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