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NAME: BERRY RINCON STUDIO, INC.  
AUDIT NUMBER.....H96000016971  
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**ARTICLE OF INCORPORATION  
OF  
BERRY RINCON STUDIO, INC.**

**H96 000016971**

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:

Berry Rincon Studio, Inc.

**ARTICLE II -- DURATION**

The corporation shall have perpetual existence commencing on the date of filing.

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business and mailing address is:

1460 Brickell Avenue, Suite 310  
Miami, Florida 33131

**ARTICLE IV -- CAPITAL STOCK**

The corporation is authorized to issue ten thousand (10,000) shares of common stock, each at One Dollar and No/100 (\$1.00) par value.

**ARTICLE V -- INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

George S. Zamora, Esq.  
3191 Coral Way, Third Floor  
Miami, Florida 33145

**ARTICLE VI -- INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of Directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

This instrument prepared by:  
George S. Zamora, Esq.  
3191 Coral Way, Third Floor  
Miami, Florida 33145  
FBN: 871605  
(205) 444-2086

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<u>Name:</u>	<u>Address:</u>
Juan E. Berry	540 Brickell Key Drive, #1419 Miami, Florida 33131
Camila Rincon	540 Brickell Key Drive, #1419 Miami, Florida 33131

#### ARTICLE VII -- OFFICERS

The initial corporate officers shall be:

<u>Name/Title:</u>	<u>Address:</u>
Camila Rincon                      President	540 Brickell Key Drive, #1419 Miami, Florida 33131
Juan E. Berry                      Vice-President & Secretary	540 Brickell Key Drive, #1419 Miami, Florida 33131
Maria Eugenia Fernandez              Treasurer	540 Brickell Key Drive, #1419 Miami, Florida 33131

#### ARTICLE VII -- INCORPORATOR

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

George S. Zamora, Esq.  
3191 Coral Way, Third Floor  
Miami, Florida 33145

#### ARTICLE VIII -- BY LAWS

The by-laws of this corporation may be adopted, altered, amended or repealed by either of the Stockholders or the Board of Directors.

#### ARTICLE IX -- INDEMNIFICATION

The corporation shall indemnify any Officer or Director to the full extent permitted by law.

This instrument prepared by:  
George S. Zamora, Esq.  
3191 Coral Way, Third Floor  
Miami, Florida 33145  
FBN: 871603

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**ARTICLE X - PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for the cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

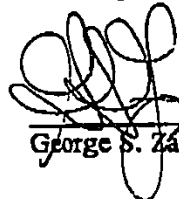
**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

**ARTICLE XII - PURPOSE**

The corporate purpose is to provide architectural design services.


The undersigned has executed these Articles of Incorporation this 27th day of November, 1996.

  
George S. Zamora

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, George Zamora, whose address is 3191 Coral Way, Third Floor, Miami, Florida 33145 hereby accepts the designation as registered agent for Berry Rincon Studio, Inc.

Dated: November 27, 1996.

  
George S. Zamora

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This instrument prepared by:  
George S. Zamora, Esq.  
3191 Coral Way, Third Floor  
Miami, Florida 33145  
FBN: 87103

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