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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: MADEIRA ISLANDS, INC.

AUDIT NUMBER.....H96000017701

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

CERT. OF STATUS..0

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 18, 1996

EMPIRE

SUBJECT: MADEIRA ISLAND, INC.
REF: W96000026519

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

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ARTICLES OF INCORPORATION

OF

MADEIRA ISLAND, INC.

The undersigned incorporators, 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 **MADEIRA ISLAND, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

**MADEIRA ISLAND, INC.
25905 SW 197th Ave.
Homestead, Florida 33031**

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred (100) Shares @ \$1.00 par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Roberto Nunez-Elisea
25905 SW 197th Ave.
HOMESTEAD, FLORIDA 33031**

**Wendy L. Finn, Accountant
381 N. Krome Ave.
Suite 207B
Homestead, Florida 33030
Tel: 305/248-7481 Fax: 305/242-0809**

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TALLAHASSEE, FLORIDA

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ARTICLE V - INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

ROBERTO NUNEZ-ELISEA
MARIA LILIA CALDEIRA
25908 SW 197th Ave.
Homestead, Florida 33031

The undersigned incorporators have executed these Articles of Incorporation this 12 day of December 1996.

Roberto Nunez-Elisea
ROBERTO NUNEZ-ELISEA

Maria Lilia Caldeira
MARIA LILIA CALDEIRA

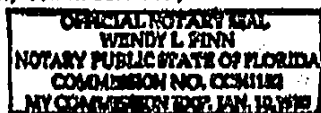
STATE OF FLORIDA)

COUNTY OF DADE)

Before me personally appeared ROBERTO NUNEZ-ELISEA and MARIA LILIA CALDEIRA, who being duly sworn, depose and say that they are the above-named incorporators of MADEIRA ISLAND, INC., this 12 day of December 1996.

Wendy L. Finn
Notary Public, State of Florida

My commission expires:



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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0301, 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.

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1. The name of the corporation is: MADEIRA ISLAND, INC.
2. The name and address of the registered agent and office is:

ROBERTO NUNEZ-ELISEA
28905 SW 197th Ave.
Homestead, Florida 33031

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.

Roberto Nunez-Elisea
ROBERTO NUNEZ-ELISEA

12-12-96
DATE

DIVISION OF CORPORATIONS, P. O. BOX 8327, TALLAHASSEE, FLORIDA 32314

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