

P9700000466Z

((H9700000919 5))

TO: DIVISION OF CORPORATIONS

FAX R: (904)922-4001

FROM: RICARDO MARTINEZ-CID, P.A.

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NAME: ENCLAR INC.

AUDIT NUMBER.....H9700000919

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

CERT. OF STATUS..0

PAGES..... 3

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: 497000000919

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**ARTICLES OF INCORPORATION**

**ENCLAR INC.**

Article I - Name

The name of this corporation is ENCLAR INC.

Article II - Purpose

This corporation is organized to invest, develop, manage and otherwise deal in quality Florida real estate, and for all other lawful businesses.


Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

 The principal address of the office of this corporation is 1699 Coral Way, Suite 510, Miami, Florida 33145.

The name of the initial Registered Agent of this corporation is RICARDO MARTINEZ-CID of 1699 Coral Way, Suite 510, Miami, Florida 33145.

Article VI - Initial Board of Directors and Officers

This corporation shall have one (1) director initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is MANEL FRANCESCA RISPAL, of 1699 Coral Way, Suite 510, Miami, Florida 33145, who will also serve as president/secretary/treasurer of the corporation:

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33145  
Telephone (305) 859-7494/ Facsimile (305) 858-2513  
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Article VII - Incorporator

The name and address of the person signing these Articles is MANEL FRANCESCA RISPAL, of 1699 Coral Way, Suite 510, Miami, Florida 33145.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence on the date these articles are filed with the Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

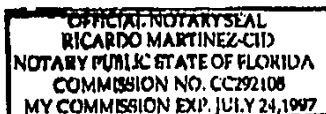
IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this January 16, 1997.

  
MANEL FRANCESCA RISPAL

STATE OF FLORIDA    )  
                          ) SS.  
COUNTY OF DADE    )

BEFORE ME, the undersigned Notary Public, personally appeared MANEL FRANCESCA RISPAL, known to me personally and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same, and he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this January 16, 1997.



  
\_\_\_\_\_/ Notary Public  
State of Florida at Large

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

WITNESSETH:

That ENCLAR INC. , desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Dade, has named RICARDO MARTINEZ-CID, located at 1699 Coral Way, Suite 510, Miami, Florida 33145, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of  
ENCLAR INC.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this January 16, 1997.

  
RICARDO MARTINEZ-CID  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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