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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIGUEZ

Luis

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: AMERICAN BUREAU, INC.

AUDIT NUMBER.....H97000012124

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

CERT. OF STATUS..1

PAGES..... 4

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## ARTICLES OF INCORPORATION

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SECRET  
TALLAHASSEE, FLORIDA

### Article I. Name

The name of this Florida corporation is:  
Nyack Land Co.

### Article II. Address

The mailing address of the Corporation is:  
Nyack Land Co.  
12875 SW 199 Avenue  
Miami FL 33196

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Felix Lasarte, Esq.  
Keith, Mack, Lewis, et al  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131

### Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:

Manuel Perez Galan

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Felix Lasarte | FL Bar Member 020567  
Keith, Mack, Lewis, et al  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131  
305-358-7605

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

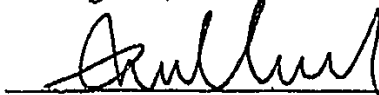
The name and address of the incorporator is:

Felix Lasarte  
Keith, Mack, Lewis, et al  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 4, 1997.

The undersigned incorporator executed these Articles of Incorporation on August 5, 1997.



FELIX LASARTE  
by L.A. Uriarte as attorney-in-fact

Felix Lasarte | FL Bar Member 020567  
Keith, Mack, Lewis, et al  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131  
305-358-7605

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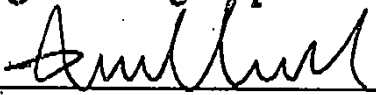
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**  
Nyack Land Co.

**REGISTERED AGENT/OFFICE:**  
Felix Lasarte, Esq.  
Keith, Mack, Lewis, et al  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
FELIX LASARTE, ESQ.  
by L.A. Uriarte as attorney-in-fact

Date: August 5, 1997

Felix Lasarte | FL Bar Member 020587  
Keith, Mack, Lewis, et al  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131  
305-358-7805

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