

P97000092754



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 581005 169526A

AUTHORIZATION :

COST LIMIT :

Patricia Pizut
\$ 122.50

ORDER DATE : October 28, 1997

ORDER TIME : 3:07 PM

ORDER NO. : 581005-005

300002331943--4

CUSTOMER NO: 169526A

CUSTOMER: Ms. Amy Concepcion
MANGUART & GOMEZ, P.A.

Main Floor
1428 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: DESODLE CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
97 OCT 28 AM 9:08 97 OCT 29 PM 4:14
RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

SN OCT 29 1997

ARTICLES OF INCORPORATION
OF
DESODLE CORPORATION

FILED

97 OCT 28 AM 9:08

ARTICLE I - NAME AND ADDRESS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and mailing address of the Corporation is Desodle Corporation, 755 Crandon Blvd., Villa Two, Unit 410, Key Biscayne, Florida 33149, respectively.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a one dollar (\$1.00) par value per share.

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be 1428 Brickell Avenue, Main Floor, Miami, Florida 33131, and the initial registered agent of this Corporation at such office shall be Julio E. Manguart, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process, and with the provisions of Section 607.0505, Florida Statutes, as amended from time to time, with respect to his duties as registered agent.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than five. The name and address of the director constituting the initial Board of Directors is:

Name	Address
Edouard Delait Schoenwald	755 Crandon Blvd. Villa Two, Unit 410 Key Biscayne, FL 33149

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Name

Julio E. Manguart

Address

1428 Brickell Avenue
Main Floor
Miami, Florida 33131

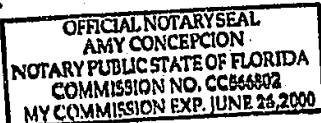

Incorporator

STATE OF FLORIDA)

COUNTY OF DADE)

SS:

The foregoing Articles of Incorporation of Desodle Corporation were acknowledged before me this 22nd day of October, 1997 by Julio E. Manguart, as Incorporator, who produced his Florida driver's license as identification, but did not take an oath.




Notary Public

My commission expires :

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Desodle Corporation at the place designated in the Articles of Incorporation, Julio E. Manguart agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: 10/22/97


Julio E. Manguart