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RICHARD D. LOTHARIUS
Certified Public Accountant

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December 10, 1997

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100002371991--6
-12/15/97--01061--002
****122.50 ****122.50

Re: BANTIAN, INC.

Dear Sir/Madam:

I enclose the original and one copy of the Articles of Incorporation, together with a check for \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "R. Lotharius".

RICHARD D. LOTHARIUS
Designated Registered Agent

BANTIAN, INC.
7000 Robles Street
Coral Gables, FL 33143

FILED
97 DEC 15 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/15/97 fcm

ARTICLES OF INCORPORATION

of

BANTIAN, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BANTIAN, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<u>7000 ROBLES STREET</u>		
CITY	<u>CORAL GABLES</u>	FLORIDA	ZIP <u>33143</u>
Mailing address, if different			
STREET ADDRESS			
CITY		FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>RICHARD D. LOTHARIUS</u>		
ADDRESS	<u>1390 SO. DIXIE HWY, STE 2205</u>		
CITY	<u>CORAL GABLES</u>	FLORIDA	ZIP <u>33146</u>

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TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

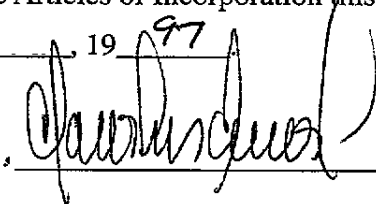
NAME	<u>CLARA INES SIERRA</u>		
ADDRESS	<u>7000 ROBLES STREET</u>		
CITY	<u>CORAL GABLES</u>	STATE	<u>FL</u> ZIP <u>33143</u>
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>CLARA INES SIERRA</u>		
ADDRESS	<u>7000 ROBLES STREET</u>		
CITY	<u>CORAL GABLES</u>	STATE	<u>FL</u> ZIP <u>33143</u>
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

The undersigned incorporator(s) have executed these Articles of Incorporation this 10TH day of DECEMBER, 1997


 _____ (Signature)

_____ (Signature)

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

BANTIAN, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1390 SO DIXIE HWY, STE 2201
CORAL GABLES, FL 33146

has named RICHARD D. LOTHARIUS

located at the aforesaid address, as its registered agent to accept service of process within this state.

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TALLAHASSEE, FLORIDA

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.

[Signature]
(Signature)

12/10/97
(Date)