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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
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NAME: SPAZIO CASA, INC.

AUDIT NUMBER.....H98000003903

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

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ARTICLES OF INCORPORATION
OF

SPAZIO CASA, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, does hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is SPAZIO CASA, INC.

ARTICLE II

The existence of the corporation shall begin on the date the Articles are filed with the Florida Secretary of State.

ARTICLE III

The street address of the principal office of the Corporation is 14700 Biscayne Boulevard, North Miami Beach, Florida 33181.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is one hundred fifty (150), all of which shall be Common Shares at \$1.00 par value. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. Shares held by the initial shareholders of this corporation or any subsequent shareholders may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among the shareholders of this corporation.

ARTICLE V

The initial street address of the Corporation's registered office is 14700 Biscayne Boulevard, North Miami Beach, Florida 33181. The initial registered agent for the Corporation at that address is SARA BARENBOIM.

ARTICLE VI

The initial board of directors shall consist of two (2) members. The names and address of the persons who will serve on the initial board of directors are:

SARA BARENBOIM 207 Poinclana Drive, N. Miami Beach, Fl

Prepared By: EDUARDO R. GUERRERO
255 ALHAMBRA CIRCLE #420
CORAL GABLES, FL 33134
(305) 446-0001

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ERNESTO D. GOLDIN

6061 Collins Ave., Apt. 11-b, N. Miami Beach, Fl

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

SARA BARENBOIM 207 Poinciana Drive, N. Miami Beach, Fl
President

ERNESTO D. GOLDIN
Vice-President

6061 Collins Ave., Apt. 11-b, N. Miami Beach, Fl

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 25th day of February, 1998


Name: SARA BARENBOIM


Name: ERNESTO D. GOLDIN

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SPAZIO CASA, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: SARA BARENBOIM

Date: 2/25/98

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