

4/30/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: BERDEL PROPERTIES, INC.1

AUDIT NUMBER.....H98000008240

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

CERT. OF STATUS..0

PAGES..... 4

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4-29-98

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

EFFECTIVE DATE 4-29-98 BERDEL PROPERTIES, INC.

ARTICLE I
NAME

The name of this corporation is: BERDEL PROPERTIES, INC.

ARTICLE II
DURATION

This corporation shall exist on a perpetual basis commencing on the date of the signing of these Articles.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of engaging in any and all lawful businesses for which a corporation may be incorporated under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, said shares having a par value of One Dollar (\$1.00) per share.

ARTICLE V
CAPITALIZATION

The amount of capital with which the corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

ARTICLE VI
FURTHER AND OTHER POWERS

The corporation shall have all powers given to it by the laws of the State of Florida, now or hereafter, and any specific power enumerated shall not be construed as a limitation upon the powers of the corporation.

ARTICLE VII
VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

PREPARED BY:
CHARLES H. GELMAN, P.A.
1025 INGRAHAM BUILDING
25 S.E. 2ND AVENUE
MIAMI, FLORIDA 33131
(305) 579-9100

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ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Board of Directors is as follows: Humberto Del Valle, 1216 N.W. 72nd Avenue, Miami, Florida 33126.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles is:
Humberto Del Valle, 1216 N.W. 72nd Avenue, Miami, Florida 33126.

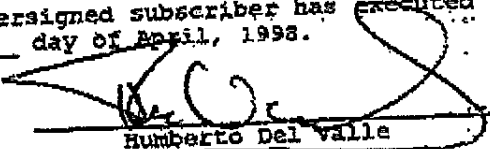
ARTICLE X
INITIAL REGISTERED AGENT

The street address of the initial registered agent is:
1216 N.W. 72nd Avenue, Miami, Florida 33126.

ARTICLE XI
INITIAL OFFICE OF THE CORPORATION

The street address of the initial office of the Corporation is:
1216 N.W. 72nd Avenue, Miami, Florida 33126.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 29 day of April, 1998.

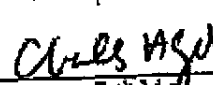

Humberto Del Valle

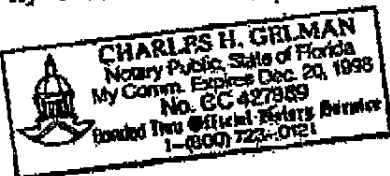
STATE OF FLORIDA)
 ss:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgment, personally appeared, Humberto Del Valler, to me known to be the person described in and who was identified by Florida Drivers License and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the state of Florida, County of Dade, on this 29 day of April, 1998.

My commission expires:


Notary Public



PREPARED BY:
CHARLES H. GELMAN, P.A.
1025 INGRAHAM BUILDING
25 S.E. 2ND AVENUE
MIAMI, FLORIDA 33131
(305) 579-9100

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted
in compliance with said Act:

First-----That BERDEL PROPERTIES, INC., desiring to organize under the laws
of the State of Florida with its principal office, as indicated in the Articles
of Incorporation at City of Miami, County of Dade, State of Florida, has named
Humberto Del Valle, located at 1216 N.W. 72nd Avenue, Miami, Florida 33126 as its
agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated
corporation, at place designated in this Certificate, I hereby accept to act in
this capacity, and agree to comply with the provision of said Act relative to
keeping open said office.


Humberto Del Valle

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 30 PM 3:01

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