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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: SUCCA AT SUNSET PLACE, INC.

AUDIT NUMBER.....H98000008928

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

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUCCA AT SUNSET PLACE, INC.

We, the undersigned, do hereby acknowledge and file in the office of the Secretary of State of the State Of Florida, for the purpose of forming a Corporation for profit, in accordance with the Laws of State Of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE 1

The name of the Corporation shall be :  
SUCCA AT SUNSET PLACE, INC.

ARTICLE 2

The general nature of the business and business to be transacted are as follows:  
This Corporation may engage in any activity or business permitted under the Laws of the UNITED STATES OF AMERICA and the STATE OF FLORIDA.

ARTICLE 3

SHARES

- a) The authorized capital stock of this Corporation shall consist of one class, namely common stock.
- b) The authorized capital stock of this Corporation shall consist of TWO HUNDRED THOUSAND SHARES of Common Stock NO-PAR VALUE.

ARTICLE 4

The Corporation shall have perpetual existence.

ARTICLE 5

The amount of capital with which this Corporation shall begin shall be FIVE HUNDRED ( \$ 500.00 ) DOLLARS.

Prepared by :  
JUAN C. MARTINEZ  
751 COLLINS AVE # 101  
MIAMI BEACH, FL. 33139  
(305) 531-2312

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ARTICLE 6

The initial Post Office address of principal place of business of this Corporation shall be:

751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139

ARTICLE 7

The Corporation shall have not less than one nor more than Directors as provided by the Bylaws and they shall hold office for one year or until their successors have been duly elected.

ARTICLE 8BOARD OF DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
JUAN C. MARTINEZ	VICE-PRESIDENT, SECRETARY	751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139
ELENA FRAGA	PRESIDENT	751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139

ARTICLE 9

The registered agent of this Corporation shall be:

JUAN C. MARTINEZ 751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139

ARTICLE 10

The names and Post Office addresses of the subscribers to the ARTICLES OF INCORPORATION together with the number of shares which each agrees to take, and the value of the consideration for same, are as follows :

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>VALUE OF SHARES</u>
ELENA FRAGA	751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139	250	\$ 250.00
JUAN C. MARTINEZ	751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139	250	\$ 250.00

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SUBSCRIBED at Miami, Dade County, Florida, this 7 day of MAY,  
A.D. 1998.

  
JUAN C. MARTINEZ


  
ELENA FRAGA

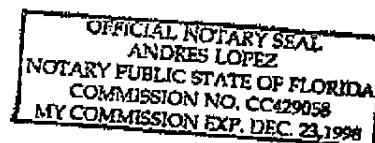
STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

I certify that on this day before me, a Notary Public of the State of Florida,  
duly qualified and acting, personally appeared ELENA FRAGA and JUAN C. MARTINEZ

to me well known, and being by me first duly sworn and cautioned, upon their oath  
deposed and said that they acknowledged that they had signed the above and foregoing  
ARTICLES OF INCORPORATION for the purposes therein set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 7  
day of MAY A.D., 1998.

  
NOTARY PUBLIC



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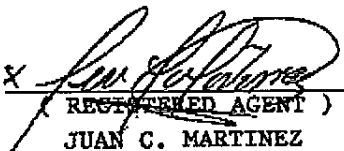
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED.

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

First -- That SUCCA AT SUNST PLACE, 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 BEACH County of MIAMI-DADE State of  
Florida, has named JUAN C. MARTINEZ  
located at 751 COLLINS AVE. #101  
City of MIAMI BEACH, County of DADE  
State of Florida, as its Agent to accept service of process within  
this State.

ACKNOWLEDGMENT: ( MUST BE SIGNED BY DESIGNATED AGENT )

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

BY X   
REGISTERED AGENT )  
JUAN C. MARTINEZ

FILED  
98 MAY 12 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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