

10/22/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6013

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~XXXX~~ ~~XXXX~~ *Greg*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: KESTREL CORP.

AUDIT NUMBER.....H98000019669

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

CERT. OF STATUS..1

PAGES.....4

CERT. COPIES.....0

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
KESTREL CORP.

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Article II. Address

The mailing address of the Corporation is:
KESTREL CORP.
11082 N.W. 8th Court
Plantation FL 33324

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Manuel Fernandez
11082 N.W. 8th Court
Plantation FL 33324

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Manuel Fernandez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

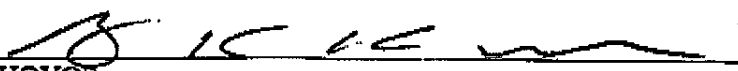
The name and address of the incorporator is:

Maite Hoyos
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 22, 1998.

The undersigned incorporator executed these Articles of Incorporation on October 22, 1998.



MAITE HOYOS
by G.K. Kuroda as attorney-in-fact

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

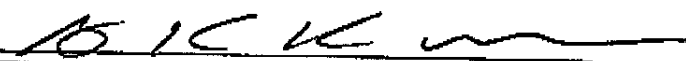
CORPORATION:
KESTREL CORP.

REGISTERED AGENT/OFFICE:

**Manuel Fernandez
11082 N.W. 8th Court
Plantation FL 33324**

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



MANUEL FERNANDEZ
by G.K. Kuroda as attorney-in-fact

Date: October 22, 1998.

**Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132**

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