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LANGEN & LANGEN, P.A.

ATTORNEYS AT LAW

112 SOUTH HIBISCUS ISLAND

MIAMI, FLORIDA 33139-5130

HILARY LANGEN \*  
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\* ADMITTED IN FLORIDA AND BRAZIL  
+ ADMITTED IN FLORIDA AND NEW YORK  
\* ADMITTED IN FLORIDA AND BEFORE THE  
U.S. PATENT AND TRADEMARK OFFICE

October 20, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fla. 32301

100002672131--5  
-10/26/98--01056--013  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Articles of Incorporation  
Blue I of ~~Florida~~, Inc.

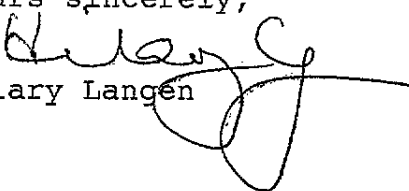
*Miami*

Dear Sirs:

I enclose our firm check for \$122.50 to cover your filing fee for the above Articles, and an extra copy for you to return to me, stamped-in.

Thank you for your kind assistance.

Yours sincerely,

  
Hilary Langen

H1/DAN

Letter for H. Langen GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT corp name  
DATE 10/28  
CO. EXAM BP

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 26 AM 10:33

B. BROCK OCT 28 1998

ARTICLES OF INCORPORATION OF

Blue I of Miami, Inc.

ARTICLE I  
NAME

The name of this corporation is, Blue I of Miami, Inc.

ARTICLE II  
PURPOSE

This corporation is organized to do any and all lawful business.

ARTICLE III  
CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) Shares of stock, at \$1.00 par value.

ARTICLE IV  
INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation, together with the agent's address, is Hilary Langen, Esq., 112 South Hibiscus Drive, Miami, FL. 33139-5130

ARTICLE V  
INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

c/o Max Langen  
112 South Hibiscus Drive  
Miami Beach, FL. 33139-5130

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DIVISION OF CORPORATIONS  
98 OCT 26 AM 10:32

ARTICLE VI  
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial director/incorporator of the corporation and his address is:

Max Langen  
112 South Hibiscus Drive  
Miami Beach, FL. 33139-5130

ARTICLE VII  
INCORPORATOR

The name and address of the person signing these Articles is:

Max Langen  
112 South Hibiscus Drive  
Miami Beach, Fl. 33139-5130

ARTICLE VIII  
INDEMNIFICATION

The corporation shall indemnify any officer, Incorporator or Director or any former officer, Incorporator or Director, to the full extent permitted by law.

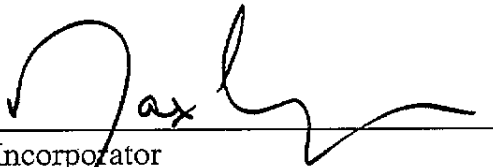
ARTICLE IX  
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE X  
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 9<sup>th</sup> day of October, 1998.

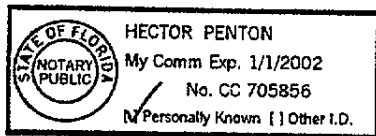
  
\_\_\_\_\_  
Incorporator  
Max Langen

STATE OF FLORIDA     )

COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of October, 1998, by Max Langen who is:

☒ personally known to me; or  
      \_\_\_\_\_ has produced \_\_\_\_\_ as identification and  
who did (did not) take an oath.



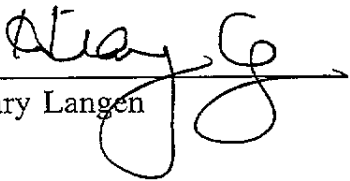
  
\_\_\_\_\_  
Notary Public, Florida

My commission expires: 1/1/2002

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the registered agent  
of Blue I of Miami, Inc.

This acceptance is dated the 9<sup>th</sup> day of October, 1998.

  
Hilary Langen

CONSENT TO ACTION, IN LIEU OF ORGANIZATIONAL MEETING,  
BY MAX LANGEN, SOLE INCORPORATOR AND DIRECTOR OF  
Blue I of Miami, Inc. , A FLORIDA CORPORATION

The undersigned, being the sole incorporator and director of Blue I of Miami, Inc. , a Florida Corporation (the "Corporation"), hereby waives notice of an organizational meeting of the incorporators and directors of the Corporation and adopts the following as the acts of the Corporation on the date hereof.

1. DESIGNATION OF OFFICERS. RESOLVED, that the sole officer of the Corporation shall be:

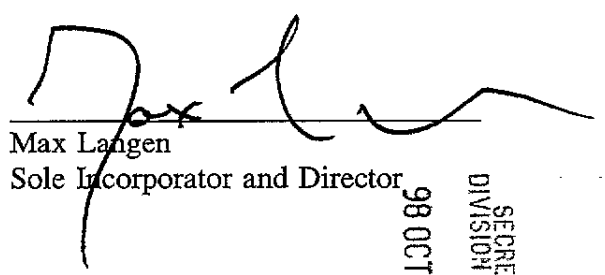
**MAX LANGEN - President/Vice President/Secretary/Treasurer**

until the next election of officers or his resignation, or other event causing him to no longer serve.

2. BY-LAWS. RESOLVED, that the By-Laws inserted in the Minute Book of the Corporation are approved by the Director, retroactive until the date of commencement of the existence of the Corporation.

3. BANK ACCOUNT. RESOLVED, that the Corporation shall open a bank account at such financial institution as shall be selected by the President of the Corporation and that any officer shall be empowered, signing singly, to sign checks and drafts on such account.

DATE: 10/15 /, 1998.

  
Max Langen  
Sole Incorporator and Director

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