

Alexis Bareu
4250 N.W. 198 Street
Miami, Florida 33055

April 14, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ALEXIS BAREU, INC.

P99000035667

EFFECTIVE DATE
4-14-99

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-04/16/99--01035--006
*****78.75 *****78.75

Gentlemen/Ladies:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

x Alexis Bareu
Alexis Bareu
ALEXIS BAREU, INC.

MAILING ADDRESS OF CORPORATION:

ALEXIS BAREU, Inc.
c/o W.R.GELFOND & ASSOCIATES, P.A.
Certified Public Accountant
P.O. Box 6006
Boca Raton, Fl 33427

99 APR 16 AM 8:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/20/99
[Signature]

ARTICLES OF INCORPORATION
OF

ALEXIS BAREU, INC.

EFFECTIVE DATE
4-14-99

FILED
99 APR 16 AM 8 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article I. NAME

The name of this corporation is ALEXIS BAREU, INC.

Article II. DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

Article III. PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article IV. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) SHARES of common stock all of one class, having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Article V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial Registered Agent of this corporation is ALEXIS BAREU, 4250 N.W. 198 Street, Miami, FL 33055.

The street address of the principle office of the corporation shall be 4250 N.W. 198 Street, Miami, Florida 33055.

Article VII. INITIAL BOARD OF DIRECTORS

The number of directors constituting its initial Board of Directors is one. If and when so permanently constituted, the number of directors of the Board of Directors of the Corporation may be either increased or diminished from time to time in the by-laws but shall never be less than one. The name and address of the

initial director of this corporation is:

ALEXIS BAREU, 4250 N.W. 198 Street, Miami, Florida 33055

Article VIII. INCORPORATOR

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

ALEXIS BAREU, 4250 N.W. 198 Street, Miami, Florida 33055

Article IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders of this corporation.

Article X. INITIAL DIRECTORS

The name(s) and address(es) of the Board of Directors and the Office(s) held until successor(s) are elected and have qualified are:

<u>NAME</u>	<u>OFFICE</u>	<u>SHARES</u>	<u>ADDRESS</u>
ALEXIS BAREU	PRESIDENT	500	4250 N.W. 198 Street Miami, FL 33055

Article XI. RESTRICTION ON TRANSFER OF STOCK

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

Article XII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporation powers shall be exercised by, or under the authority of, and the business affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

Shareholders, officers and directors of the corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

Article XIII. INDEMNIFICATION

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

Article XIV. AMENDMENT

FILL IN DATE

Amendment to the Certificates of Incorporation of any member of the corporation and shall be adopted by vote of the shareholders.

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y vote

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of APRIL, 1999.

Alexis Bareu
ALEXIS BAREU, Subscriber

ACCEPTED as Registered Agent:



Alexis Bareu
Alexis Bareu, Registered Agent

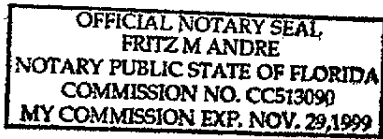
STATE OF FLORIDA
COUNTY OF DADE } ← FILL IN COUNTY

BEFORE ME, the undersigned authority, this day personally appeared ALEXIS BAREU who is known to me to be the person described in and who subscribed the foregoing Articles of Incorporation and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 14 day of APRIL, 1999.

Fritz M. Andre
NOTARY PUBLIC
State of Florida

My commission expires: Nov. 29, 1999



NOTARY TO
COMPLETE &
SIGN BOTTOM
HALF THIS PAGE

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

ALEXIS BAREU, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

4250 N.W. 198 STREET
Miami, FL 33055

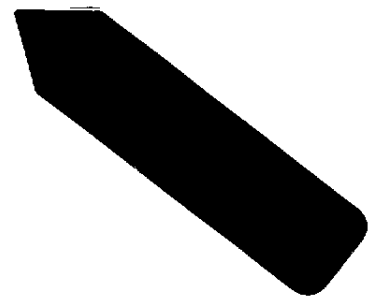
has named ALEXIS BAREU located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

x *Alexis Bareu*

ALEXIS BAREU



FILED
99 APR 16 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA