

Friday, May 14, 1999

Division of Corporations

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Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

EFFECTIVE DATE  
5-13-99

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To:

Division of Corporations  
Fax Number : (850)922-4001

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

FRITZ PROPERTIES, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

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## ARTICLES OF INCORPORATION

EFFECTIVE DATE  
5-13-99

### Article I. Name

The name of this Florida corporation is:  
FRITZ PROPERTIES, INC.

### Article II. Address

The mailing address of the Corporation is:  
FRITZ PROPERTIES, INC.  
c/o Ruben Diaz, Esq., Ernst & Young, LLP  
200 S. Biscayne Boulevard, 39th Floor  
Miami FL 33131

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
AGIM Registered Agents, Inc.  
1200 Brickell Avenue  
Suite 900 / RRA  
Miami FL 33131

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Detlef J.L. Doerge

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.

Robert R. Adams | FL Bar Member 863238  
Adams, Gallinar, Iglesias & Meyer, P.A.  
1200 Brickell Avenue  
Suite 900  
Miami FL 33131  
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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:

Robert R. Adams  
Adams, Gallinar, Iglesias & Meyer, P.A.  
1200 Brickell Avenue  
Suite 900  
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 13, 1999.

The undersigned incorporator executed these Articles of Incorporation on May 14, 1999.



ROBERT R. ADAMS  
by L.A. Uriarte as attorney-in-fact

Robert R. Adams | FL Bar Member 863238  
Adams, Gallinar, Iglesias & Meyer, P.A.  
1200 Brickell Avenue  
Suite 900  
Miami FL 33131  
305-350-1302  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

**FRITZ PROPERTIES, INC.**

**REGISTERED AGENT/OFFICE:**

**AGIM Registered Agents, Inc.  
1200 Brickell Avenue  
Suite 900 / RRA  
Miami FL 33131**

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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.



**AGIM REGISTERED AGENTS, INC.**

**Nery C. Toledo, Assistant Secretary  
by L.A. Uriarte as attorney-in-fact**

**Date: May 14, 1999**

**Robert R. Adams | FL Bar Member 863238  
Adams, Gallinar, Iglesias & Meyer, P.A.  
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