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TRANSMITTAL LETTER

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-09/20/99-01100--006

*****70.00 *****70.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: BARO CORPORATION, CORP.

(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 70.00.

99 SEP 20 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

N.A.F.A. ATTORNEYS GAVE
AUTHORIZATION BY PHONE TO
CORRECT NAME
DATE 9/23/99
DOC. EXAM 73

FROM:

N.A.F.A. ATTORNEYS, P.A.
Name (printed or typed)
11890 S.W. 8th STREET
Address
MIAMI, FL 33184
City, State & Zip
(305) 553-6100
Telephone Number

Note: Please provide the original and one copy of the Articles.

9/23/99
10

FILED

99 SEP 20 PM 12:57

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BARO ASSOCIATES, CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BARO ASSOCIATES, CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

AEROCAR # 1737
7801 N.W. 37th St.
MIAMI, FL. 33166-6559

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARE OF COMMON STOCK AT NON PAR
VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

N.A.F.A. ATTORNEYS, P.A.
11890 S.W 8th Street PH-4
Miami, FL 33184

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

INCORPORATOR: FRANCISCO BARO

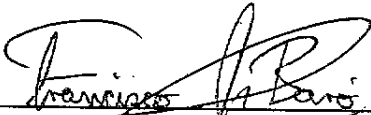
Officer(s):

President FRANCISCO BARO
7801 N.W. 37 St.
Miami, Fl. 33166-6559

Vice-President SUSANA BARO
7801 N.W. 37 St.
Miami, Fl. 33166-6559

Secretary: CONCEPCION PRADO DE BARO
7801 N.W. 37 St.
Miami, Fl. 33166-6559

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 9th day of September, 1999.



FRANCISCO BARO
PRESIDENT

Articles of Incorporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: _____

BARO ASSOCIATES, CORP.

2. The name and address of the registered agent and office is: _____

N.A.F.A. ATTORNEYS, P.A.

(NAME)

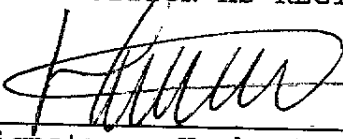
11890 S.W. 8th Street PH-4

(ADDRESS)

Miami, FL 33184

(CITY/STATE/ZIP CODE)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Signature. Humberto Pacheco
President.

9/9/99
Date