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LAW & BUSINESS CENTER  
STIRLING PLAZA  
6702 STIRLING RD.  
HOLLYWOOD, FL 33024  
(954) 894-8904

November 9, 1999

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

100003042201--7  
-11/12/99--01030--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Carnaval Mall, Inc.

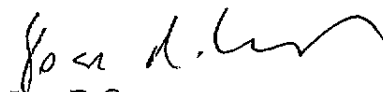
Dear Sirs:

Enclosed please find two original Articles of Incorporation and two original Certificates of designation of Registered Agent.

Kindly file and forward a filed copy to Law & Business Center, 6702 Stirling Rd., Hollywood, FL 33024.

I am enclosing a money order in the amount of \$78.75 to cover your fee.

Truly yours,

  
Jose F. Carreto

Enclosures  
JFC/mr

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SECRETARY OF STATE  
TALLAHASSEE, FL 09111

11-15  
JFC

## **ARTICLES OF INCORPORATION**

*The undersigned, acting as incorporator(s), for the purpose of forming of 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:*

**Carnaval Mall, Inc.**

### **ARTICLE II PRINCIPAL OFFICE**

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

18331 Pines Blvd. suite #104  
Pembroke Pines, Fl 33029

### **ARTICLE III SHARES**

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

*1000 shares no par value*

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TALLAHASSEE, FLORIDA

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

*The name and address of the initial registered agent is:*

*Stuart Janowitz  
18331 Pines Blvd. suite #104  
Pembroke Pines, Fl 33029*

**ARTICLE V INCORPORATORS**

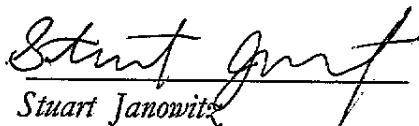
*The name and address (es) of the incorporator(s) to these Articles of Incorporation are:*

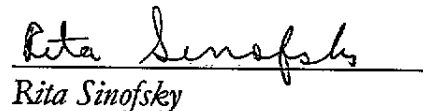
*Stuart Janowitz  
18331 Pines Blvd. suite #104  
Pembroke Pines, Fl 33029*

*Rita Sinofsky  
18331 Pines Blvd. suite #104  
Pembroke Pines, Fl 33029*

*Sunrise Point Trading Corp.  
Chera Chambers, Road Town,  
Tortola, British Virgin Islands*

*The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 09 day of NOVEMBER, 1999,*

  
*Stuart Janowitz*

  
*Rita Sinofsky*

*Sunrise Point Trading Corp.*

By:   
*Christopher Henry Raborg*

## ***CERTIFICATE OF DESIGNATION OF REGISTERED AGENT***

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

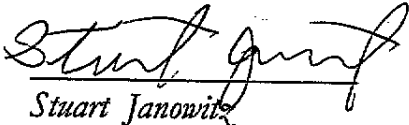
*The name of the Corporation is:*

***Carnaval Mall, Inc.***

*The name and address of the registered agent and office is:*

*Stuart Janowitz*  
18331 Pines Blvd. suite #104  
Pembroke Pines, Fl 33029

*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.*

  
Stuart Janowitz

Date: 11/9/99

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