

P990000102740



ACCOUNT NO. : 072100000032

REFERENCE : 492992 3460C

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 87.50

ORDER DATE : November 24, 1999

ORDER TIME : 10:15 AM

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ORDER NO. : 492992-005

CUSTOMER NO: 3460C

CUSTOMER: Claire Scott, Legal Assistant
ROBERT W. STEWART, P.A.
ROBERT W. STEWART, P.A.
Suite 1006
999 Brickel Ave
Miami, FL 33131

DOMESTIC FILING

NAME: HOLBORN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY (2 CERTIFIED COPIES PLEASE)
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 24 PM 12:22

RECEIVED
99 NOV 24 AM 10:44
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
11/22/99
ARTICLES OF INCORPORATION
OF
HOLBORN, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 24 PM 12: 22

The undersigned, being the incorporator hereinafter named, hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida.

Article I.

CORPORATE NAME

The name of the corporation shall be Holborn, Inc.

Article II.

MAILING ADDRESS

The mailing address of the corporation shall be 905 Brickell Bay Drive, Unit #230, Miami, Florida 33131.

Article III.

AUTHORIZED SHARES

The number of shares the corporation is authorized to issue shall be 10,000 shares with a par value of \$1.00 per share.

Article IV.

CLASSES OF SHARES

The corporation is authorized to issue one class of shares that together shall have unlimited voting rights and shall be entitled to receive the net assets of the corporation upon dissolution.

Article V.

PREFERENCES

The board of directors shall not have any authority to establish any series of shares or to fix or determine any preferences, limitations or relative rights of shares issued by the corporation.

Article VI.

PREEMPTIVE RIGHTS

The shareholders of the corporation shall not have a preemptive right to acquire the unissued shares of the corporation.

Article VII.

INITIAL REGISTERED OFFICE

The street address of the initial registered office of the corporation is 999 Brickell Avenue, Suite 1006, Miami, Florida 33131. The initial registered agent at that office is Robert W. Stewart, P.A.

Article VIII.

INCORPORATORS

The name and address of the incorporator is:

Manuel Martinez
905 Brickell Bay Drive
Unit #230
Miami, Florida 33131

Article IX.

DIRECTORS

The name and address of the individual who is to serve as the initial director is:

Manuel Martinez
905 Brickell Bay Drive
Unit #230
Miami, Florida 33131

Article X.

PURPOSE

The purpose of the corporation shall include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

Article XI.

INDEMNIFICATION

The corporation shall indemnify all directors, officers, employees or agents who are parties to any proceeding (other than an action by, or in the right of, the corporation) by reason of the fact that they are or were a director, officer, employee or agent of the corporation to the full extent permitted by Fla. Stat. 607.0850.

Article XII.

BY LAWS

The power to adopt, alter amend or repeal by-laws is reserved to the shareholders of the corporation.

Article XIII.

RESTRICTIONS ON TRANSFER OF SHARES

Any transfer of shares of the corporation shall obligate the shareholder first to offer the corporation and the other shareholders, consecutively, an opportunity to acquire the shares proposed for transfer.

Article XIV.

EFFECTIVE DATE

The existence of the corporation shall begin on the date of execution of these Articles of Incorporation.

In witness whereof this instrument has been executed the 22nd day of November, 1999.



MANUEL MARTINEZ, Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 22nd day of November, 1999 by MANUEL MARTINEZ, who is personally known to me and who did take an oath.



NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

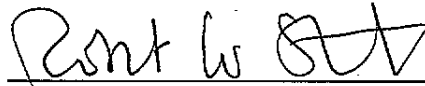


MARIA M GARCIA
My Commission CC564716
Expires Jun. 20, 2000

REGISTERED AGENT ACKNOWLEDGEMENT

The undersigned hereby accepts appointment as registered agent for the above corporation and affirms that he is familiar with, and accepts, the obligations of that position.

ROBERT W. STEWART, P.A.



ROBERT W. STEWART, President
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 24 PM 12:22