PORCOX Sundate Revealed Requestor's Name	251372
Address	
City/State/Zip Phone #	Office Use Only
CORPORATION NAME(S) & DOCUMENT NUMB	BER(S), (if known):
2. (Corporation Name) (Doc	SECULIAN - 9 PM 1 34  nument #)  nument #)  nument #)
Walk in Pick up time  Mail out Will wait Photocopy  AMENDMENTS  Amendment  NonProfit Resignation of R.A., Officer/ Direct  Limited Liability Change of Registered Agent  Domestication Dissolution/Withdrawal	Certified Copy  Certificate of Status  CEIVED  Tor
Other Merger  OTHER FILINGS Annual Report Fictitious Name Name Reservation  Reinstatement Trademark Other	1000055000912 -05/09/0201028022 *****78.75 *****78.75

CR2E031(1/95)

Examiner's Initials

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# ARTICLES OF INCORPORATION OF RUBIERA CORPORATION

2002 MAY -9 PM 1: 34

## ARTICLE I - NAME

TALLAHASSEE FLORIDA

The name of this Corporation is RUBIERA CORPORATION and its address is c/o RJS Shutts & Bowen LLP, 1500 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131.

## **ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

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# ARTICLE III - PURPOSE

This 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

This Corporation is authorized to issue 10,000 shares of one cent (\$.01) par value common stock, which shall be designated "Common Shares."

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1500 Miami Center, Miami, Florida 33131.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation are:

<u>NAME</u>	 ADDRESS

Jose A. Alvarez Anton .c/o RJS Shutts & Bowen LLP

1500 Miami Center

201 South Biscayne Boulevard

Miami, FL 33131

Adriana Alvarez Anton c/o RJS Shutts & Bowen LLP

1500 Miami Center

201 South Biscayne Boulevard

Miami, FL 33131

Jose A. Alvarez Serrano c/o RJS Shutts & Bowen LLP

1500 Miami Center

201 South Biscayne Boulevard

Miami, FL 33131

#### **ARTICLE VII - BYLAWS**

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Raul J. Salas and his address is 201 S. Biscayne Boulevard, Suite 1500, Miami, FL 33131.

# **ARTICLE X - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of May, 2002.

Raul J. Salas Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS Sth DAY OF MAY, 2002

CORPORATION COMPANY OF MIAMI,

Registered Agent

Felicia Hickey, Assistant Secretary

MIADOCS 507374.1 LRP