

Division of Corporations

Page 1 of 2

P000000 89890

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000182972 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : JORGE GAVIRIA
Account Number : I20000000245
Phone : (305) 666-8844
Fax Number : (305) 667-7004

FLORIDA PROFIT CORPORATION OR P.A.

Shadow Mountain Investments, Inc.

02 AUG 19 PM 4:01
STATE DEPT OF STATE
DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

4

Audit No. H02000182972 8

02 AUG 19 PM 4: 01
STATE DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
SHADOW MOUNTAIN INVESTMENTS, INC.

In compliance with the requirements of the Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is SHADOW MOUNTAIN INVESTMENTS, INC

ARTICLE II

The mailing address of the corporation is:
9769 S. Dixie Hwy. Suite 101
Miami, Florida 33156

ARTICLE III

The maximum number of shares this corporation is authorized to issue is ONE HUNDRED (100), with a par value of ONE DOLLAR (\$1.00) all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The purpose of this corporation shall be to engage in business and any other general purpose authorized by Florida Statutes Chapter 607.

ARTICLE V

The initial street address of the corporation's principal office: 9769 S. Dixie Hwy Suite 101, Miami, Florida

The Registered Agent for the corporation is:

Audit No. H02000182972 8

Audit No. H02000182972 8

Jorge Gaviria
9769 S. Dixie Hwy.
Suite 101
Miami, Florida 33156

ARTICLE VI

The initial Board of Directors shall consist of one member.
The names and addresses who will serve on the initial

Board of Directors are:

Rafael Peralta
3362 SW 24 st.
Miami, Florida 33145

ARTICLE VII

The names and addresses of the persons signing these Articles
of Incorporation are:

NAME address

Jorge Gaviria, Esq.
9769 S. Dixie Hwy 101
Miami, Florida 33156

ARTICLE VIII

The corporation shall indemnify its directors, officers,
employees, and agents to the fullest extent permitted by law.

ARTICLE IX

PREEMPTIVE RIGHT

Each shareholder of this corporation shall have the first
right to purchase shares (and securities convertible into shares)
of any class, kind or series of stock in this corporation that may,
from time to time, be issued (whether or not presently authorized),

Audit No. H02000182972 8

Audit No. H02000182972 8

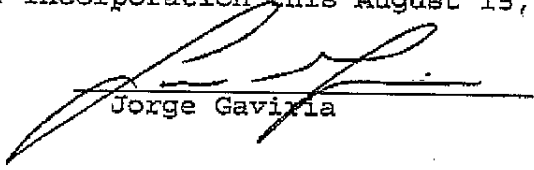
including shares from the treasury of this corporation, in the ratio that the number of shares equals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waive submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X

MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by Florida Statute 607.0820(4).

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this August 15, 2002.


Jorge Gaviria

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SHADOW MOUNTAIN INVESTMENTS, INC., as designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).


Jorge Gaviria

02 AUG 19 PM 4:01
DIVISION OF CORPORATIONS

Audit No. H02000182972 8