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FLORIDA PROFIT/NON PROFIT CORPORATION

makro-investments, inc.

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February 19, 2010

FLORIDA DEPARTMENT OF STATE  
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**ARTICLES OF INCORPORATION  
OF**

**MAKRO GROUP, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME AND ADDRESS**

The name of the corporation is **MAKRO GROUP, INC.**, and mailing address of this corporation shall be: 1820 N. Corporate Lakes Boulevard, Weston, Florida 33326.

**ARTICLE II**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Secretary of State.

**ARTICLE III**

**NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

The corporation is authorized to issue One Thousand Shares (1000) shares of common stock at One Cent (\$.01) par value per share.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office and agent is: Jose Enrique Lorenzo at 1820 N. Corporate Lakes Boulevard, Weston, Florida 33326.

Prepared by: VILA, FALCON & DIAZ, P.A.  
2820 Ponce de Leon Boulevard  
Coral Gables, FL 33134  
(305) 461-4888

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**ARTICLE VI**

**INCORPORATOR**

The name and address of the incorporator subscribing to these Articles of Incorporation is: Jose Enrique Lorenzo at 1820 N. Corporate Lakes Boulevard, Weston, Florida 33326.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The corporation shall have two ( 2 ) directors initially. The number of directors may be either increased or diminished from time to time as provided for in the by-laws, but shall never be less than one. The name and address of the initial directors shall be:

**JOSE ENRIQUE LORENZO - PRESIDENT  
MENACHEM KROLL - DIRECTOR**

at: 1820 N. Corporate Lakes Boulevard, Weston, Florida 33326.

**ARTICLE VIII**

**INITIAL OFFICERS**

The names and addresses of the Initial Officers shall be:

**JOSE ENRIQUE LORENZO - PRESIDENT  
MENACHEM KROLL - DIRECTOR**

at: 1820 N. Corporate Lakes Boulevard, Weston, Florida 33326.

**ARTICLE IX**

**BY-LAWS**

The power to alter, adopt, amend or repeal the by-laws shall be vested in the Board of Directors and the Shareholders of this Corporation.

**ARTICLE X**  
**INDEMNIFICATION**

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21<sup>st</sup> of February, 2010.

BY: \_\_\_\_\_

Jose Enrique Lorenzo  
Incorporator

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**CERTIFICATE OF REGISTERED AGENT  
OF  
MAKRO GROUP, INC.**

Pursuant to Section 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance therewith:

That **MAKRO GROUP, INC.**, desiring to organize under the laws of the State of Florida, with its principal place of business at: 1820 N. Corporate Lakes Boulevard, Weston, Florida 33326 and Jose Enrique Lorenzo as agent to accept service of process within the State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Dated this 22<sup>nd</sup> day of February, 2010.

BY:

  
Jose Enrique Lorenzo

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