

Division of Corporations

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P13000008718

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
Fax Number : (850)617-6381

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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FLORIDA PROFIT/NON PROFIT CORPORATION

Mera Florida, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 04 |
| Estimated Charge | \$70.00 |

W13-5023



January 25, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HARPER MEYER #2

SUBJECT: MERA FLORIDA, INC.
REF: W13000005023

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L13000011867 (MERA, LLC).

If you have any further questions concerning your document, please call (850) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

FAX Aud. #: H13000018933
Letter Number: 113A00001929

MERA FL, LLC

January 25, 2013

VIA FACSIMILE

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

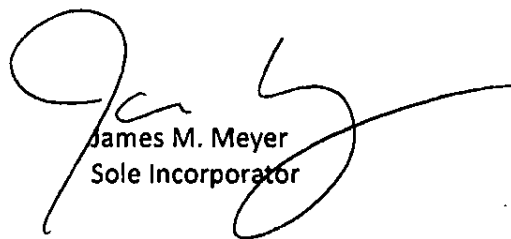
Re: Mera Florida, Inc.

Dear Sir/Madam:

Confirming our telephone conversation with your office, Mera FL, LLC and Mera Florida, Inc. are commonly owned. Therefore, this letter shall serve as your authorization for the use and filing of Mera Florida, Inc.

Should you have any questions, please do not hesitate to contact me.

Yours truly,



James M. Meyer
Sole Incorporator

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**ARTICLES OF INCORPORATION
OF
MERA FLORIDA, INC.**

The undersigned, acting as incorporator of MERA FLORIDA, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is MERA FLORIDA, INC. (the "Corporation").

ARTICLE II. MAILING AND BUSINESS ADDRESS

The mailing and business address of the Corporation is:

c/o 201 S. Biscayne Boulevard
Suite 800
Miami, Florida 33131

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 201 S. Biscayne Boulevard, Suite 800, Miami, Florida 33131 and the name of the Corporation's initial registered agent at that address is Law Center of the Americas, LLC.

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ARTICLE VII. DIRECTORS

The names and addresses of the initial directors of the Corporation is as follows:

Rafael Felipe de Jesus Aguirre Gomez
c/o 201 S. Biscayne Blvd., Suite 800
Miami, FL 33131

ARTICLE VIII. OFFICERS

The names and addresses of the officers and the offices held by such individuals is are follows:

| <u>Name</u> | <u>Address</u> | <u>Office(s)</u> |
|----------------------------------|--|----------------------|
| Rafael F. de Jesus Aguirre Gomez | 201 S. Biscayne Blvd. Suite 800 Miami, Florida 33131 | President/ Secretary |
| Gabriel Marquez De La Torre | 201 S. Biscayne Blvd. Suite 800 Miami, Florida 33131 | Vice President |

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator are:

James M. Meyer, Esq.
201 S. Biscayne Boulevard
Suite 800
Miami, Florida 33131

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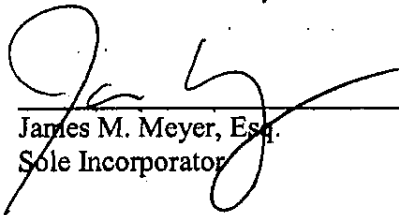
ARTICLE X. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE XI. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 24th day of January, 2013.


James M. Meyer, Esq.
Sole Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

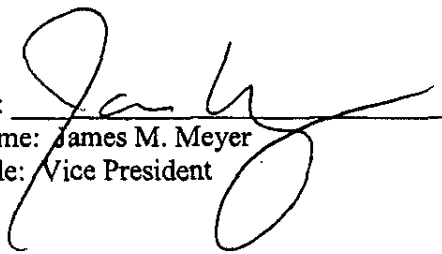
That MERA FLORIDA, INC. desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at 201 S. Biscayne Boulevard, Suite 800, Miami, Florida 33131 has named Law Center of the Americas, LLC as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 24th day of January, 2013.

LAW CENTER OF THE AMERICAS, LLC

By: 
Name: James M. Meyer
Title: Vice President

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