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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32309
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CAPITAL PROPERTIES, INC.
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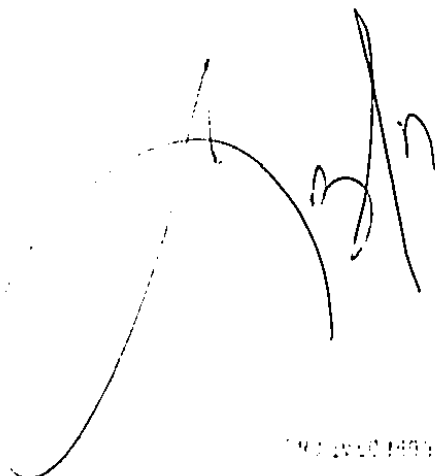
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Prepared by: Maria M. Camps, Esq.
780 N.W. Le Jeune Road, Suite 404
Miami, FL 33126
FL Bar No.: 930441
Tel. No.: 445-0554

EFFECTIVE DATE

3-6-95

**ARTICLES OF INCORPORATION OF
CAPITAL PROPERTIES, INC.**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I. NAME

The name of this corporation is: Capital Properties, Inc.

Article II. DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

Article III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Article IV. CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is one thousand (1,000), all of which shall be common shares with a par value of one dollar (\$1.00).

Article V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she or he already holds, shall have the right to purchase his or her pro rata share (as nearly as may be done without the issuance of fractional shares at the price at which it is offered to others).

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Article VI. INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The name and address of the initial Registered Agent and principal office address of this corporation is:

<u>Initial Registered Agent</u>	<u>Principal Office Address</u>
Isma S. Fernandez 505 East 14 Street Hialeah, FL 33010	505 East 14 Street Hialeah, FL 33010

Article VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially who shall serve until her successor, if any, is selected at the annual meeting of the shareholders. If and when so permanently constituted, the number of directors of the Board of Directors of the Corporation may be either increased or diminished from time to time in the by laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Jorge A. Fernandez
505 East 14 Street
Hialeah, FL 33010

Article VIII. INITIAL OFFICERS

The name and address of the initial officers of this corporation is/are:

President: Jorge A. Fernandez
505 East 14 Street
Hialeah, FL 33010

Vice President: Leonel Vega
505 East 14 Street
Hialeah, FL 33010

Secretary: Jorge A. Fernandez
505 East 14 Street
Hialeah, FL 33010

Treasurer: Leonel A. Vega
505 East 14 Street
Hialeah, FL 33010

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Article XIV. INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

Article XV. AMENDMENT

Amendments to the Certificate of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of March, 1995.

Witness
[Signature]
Oliver M. Lusk

[Signature]
Jorge A. Fernandes

STATE OF FLORIDA }
COUNTY OF DADE } ss:

BEFORE ME, the undersigned authority, personally appeared Jorge Fernandes, to me known to be the person who executed the foregoing Articles of Incorporation or who produced a Florida Driver License as identification and he acknowledged to the before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of March, 1995.

My commission expires:

[Signature]
NOTARY PUBLIC, State of Florida
at Large

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ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 607.34 Florida Statutes, the following is submitted in compliance with said Act:

First, Capital Properties, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Nialeah, County of Dade, State of Florida, has named Emma S. Fernandes, located at City of Nialeah, County of Dade, State of Florida, as its agent to accept service of process within this 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 agree to comply with the provision of said Act relative to keeping open said office.

BY: *Emma S. Fernandes*
REGISTERED AGENT

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