

P96000 10/423
FILED

96 DEC 17 AM 9:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

12-12-96

AUGUST 18, 1996

DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FL 32314

100001979351--1
-10/18/96--01010--002
***122.50 ***122.50

Re: Filing of new corporation- UNITED ANDALUSIAN RANCH, INC.

Dear Sir/Madam,

Enclosed please find a check in the amount of \$ 122.50 for the filing of a new corporation and a certified copy of the same. The Articles of Incorporation and Designation of Registered Agent are enclosed.

Thank you for your anticipated cooperation. If you have any questions, do not hesitate to call.

Sincerely,

Alfred Alonso
Alfred Alonso

wato 22240
BH 10/18/96
BH 12/17/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 18, 1996

ALFRED ALONSO
1643 SW 116TH AVE
PEMBROKE PINES, FL 33025

SUBJECT: UNITED ANDALUSIAN RANCH, INC.
Ref. Number: W9600022240

We have received your document for UNITED ANDALUSIAN RANCH, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

The corporate name must be identical throughout the document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 996A00048234

**ARTICLE OF INCORPORATION FOR
UNITED ANDALUSIAN RANCH, INC.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

EFFECTIVE DATE

12-12-96

I

NAME OF CORPORATION

The name of the corporation shall be UNITED ANDALUSIAN RANCH, INC.,
Whose address is 13800 S.W. 8 street, Suite 152, Miami, Fl 33184.

II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.

III

PURPOSES

The Corporation is organized for the purpose of transacting any and all lawful business.

IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of stock, all of one class, at \$ 1.00 per share par value.

V

REGISTERED AGENT

The address of this Corporation's initial registered office is 13800 S.W. 8 street, Suite 152, Miami, Fl 33184 and the name of the registered agent at said address is Alfred Alonso.

VI

INCORPORATOR

The name and address of the incorporator is as follows:

Alfred Alonso
13800 S.W. 8 street
Suite 152
Mimai, Fl 33184

VII

BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one.

VIII

INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

INFORMAL DIRECTOR ACTION

If all the Directors severally or collectively consent in writing to any action taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to

XI

BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

XII


AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any time by a vote of the majority of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 12 day of December, 1996.



Pedro Alonso, Incorporator

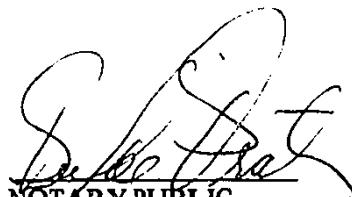


Alfred Alonso, Registered Agent

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Pedro Alonso, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State this 12 day of December, 1996.


NOTARY PUBLIC
State of Florida at Large,

My Commission expires:



DULCE FRATS
COMMISSION # CC 483349
EXPIRES JULY 24, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE BY REGISTERED AGENT
OF
UNITED ANDALUSIAN RANCH, INC.


FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Alfred Alonso, as the registered agent of UNITED ANDALUSIAN RANCH, INC., a Florida corporation, hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


REGISTERED AGENT:


Alfred Alonso

STATE OF FLORIDA)
)ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared ALFRED ALONSO to me well known to be the person described in and who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me that same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 12 day of December, 1996.


NOTARY PUBLIC
State of Florida at Large,

My Commission expires:



DULCE PRATS
COMMISSION # CC 482349
EXPIRES JULY 24, 1999
BONDED THROUGH
ATLANTIC BONDING CO., INC.