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Law Offices

Manuel Diner, P.A.

December 22, 1997

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Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: KUALOS PROPERTIES, INC.  
Our File No. 237-D-97

FILED  
97 DEC 26 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of the above referenced corporation, together with our check in the sum of \$122.50 representing the filing fee on same.

If you should have any questions, please feel free to call this office.

Very truly yours,

MANUEL DINER, P.A.

*Manuel Diner*

Manuel Diner  
MD/cf

Encl.

Comptroller

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-12/26/97--01082--003  
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**ARTICLES OF INCORPORATION  
OF  
KUALOS PROPERTIES, INC.**

**ARTICLE I.**

The name of this corporation is: **KUALOS PROPERTIES, INC.**  
The Corporation's principal office and mailing address is:

4730 N.W. 102nd Avenue, Apt. 208  
Miami, Florida 33178

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TALLAHASSEE, FLORIDA

**ARTICLE II.**  
**NATURE OF CORPORATION BUSINESS**

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III.**  
**CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV.**  
**PREEMPTIVE RIGHTS**

All shareholders of the Corporation shall be vested with full preemptive rights.

**ARTICLE V.**  
**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial Registered Agent and Registered Office of the corporation in the State of Florida shall be:

INITIAL REGISTERED AGENT: Manuel Diner  
INITIAL REGISTERED OFFICE: 141 N.E. 3rd Avenue, Suite 601  
Miami, Florida 33132

**ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

  
**REGISTERED AGENT**

