

P98080057784



ACCOUNT NO. : 072100000032

REFERENCE : 873451 121767A

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 70.00

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 JUN 29 PM 12:37

ORDER DATE : June 29, 1998

ORDER TIME : 10:41 AM

ORDER NO. : 873451-005

CUSTOMER NO: 121767A

CUSTOMER: Ms. Lucy J. Minehan  
KARP & GENAUER, P.A.

Suite 1202  
2 Alhambra Plaza  
Coral Gables, FL 33134

600002574636--7

DOMESTIC FILING

NAME: IBERIA HOLDING COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

RECEIVED  
98 JUN 29 AM 11:21  
DIVISION OF CORPORATIONS

*6/29/98  
SCL*

**ARTICLES OF INCORPORATION**  
**OF**  
**IBERIA HOLDING COMPANY**

---

FILED STATE  
SECRETARY OF CORPORATIONS  
98 JUN 29 PM 12:37

The undersigned subscriber to these Articles of Incorporation, hereby forms a Corporation under the laws of the State of Florida.

**ARTICLE I.**  
**NAME**

The name of the Corporation is IBERIA HOLDING COMPANY.

**ARTICLE II.**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Corporation's principal office is 2975 N.W. 77th Avenue, Miami, Florida 33122, and the Corporation's mailing address is 2975 N.W. 77th Avenue, Miami, Florida 33122.

**ARTICLE III.**  
**DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually. The corporate existence shall commence upon filing of these Articles of Incorporation with the Department of State.

**ARTICLE IV.**  
**NATURE OF BUSINESS**

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

**ARTICLE V.**  
**CAPITAL STOCK**

The Corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the Corporation is authorized to have outstanding is ten thousand (10,000) shares of Common Stock having a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

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

The name of the initial registered agent of the Corporation is Fernando Rodriguez-Vila. The street address of the initial registered office of the Corporation in the State of Florida is 2975 N.W. 77th Avenue, Miami, Florida 33122.

**ARTICLE VII.**  
**INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is Fernando Rodriguez-Vila, 2975 N.W. 77th Avenue, Miami, Florida 33122.

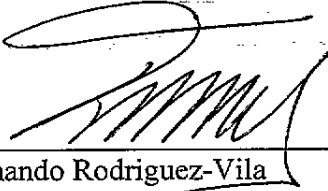
**ARTICLE VIII.**  
**BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE IX.**  
**INDEMNIFICATION**

The Corporation shall indemnify, to the full extent permitted by law, the Incorporator, and any officer or director of the Corporation.


*IN WITNESS WHEREOF*, the undersigned Incorporator has executed these Articles of Incorporation this 26th day of June, 1998.

  
\_\_\_\_\_  
Fernando Rodriguez-Vila

**CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE OF REGISTERED AGENT**

Iberia Holding Company, a Florida Corporation, desiring to organize as a Corporation pursuant to Florida Statutes, with its registered office, as indicated in the Articles of Incorporation, at 2975 N.W. 77th Avenue, Miami, Florida 33122, has named Fernando Rodriguez-Vila at such address, as its registered agent within the State.

Having been named registered agent for the above-stated Corporation at place designated in the Articles, the undersigned hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.

  
\_\_\_\_\_  
Fernando Rodriguez-Vila

E:\DATA\MJG\1215.0\DOCS\ART-INC.IHC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 29 PM 12:37