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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: CARTAYA INSURANCE APPRAISERS, INC.

AUDIT NUMBER.....H98000008192

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 30, 1998

EMPIRE

SUBJECT: CARTAYA INSURANCE APPRAISERS, INC.
REF: W98000009717

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Neysa Culligan
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FAX Aud. #: E98000008192
Letter Number: 998A00023705

ARTICLES OF INCORPORATION
OF

CARTAYA INSURANCE APPRAISERS, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation shall be:

CARTAYA INSURANCE APPRAISERS, INC.

ARTICLE II

This corporation shall have perpetual existence, and its corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE III

The corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is ONE HUNDRED (100) SHARES with a par value of FIVE AND NO/100 (\$5.00) DOLLARS each share.

MARCO DE LA CAL, P.A.
Florida Bar No. 314587
999 Ponce de Leon Boulevard
Suite 720
Coral Gables, FL 33134
Ph: (305) 444-3800

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ARTICLE V

The street address of this corporation's initial registered office is:

10360 S.W. 137th Court
Miami, Florida 33186

and the name of its initial Registered Agent at such address is:

MARCO DE LA CAL, ESQUIRE

ARTICLE VI

The number of directors constituting the initial Board of Directors shall be one (1) and the name and address of the person who is to serve as member thereof are as follows:

JUAN CARLOS CARTAYA
10360 S.W. 137th Court
Miami, Florida 33186

ARTICLE VII

The principal office and/or mailing address of the Corporation is as follows:

10360 S.W. 137th Court
Miami, Florida 33186

ARTICLE VIII

The name and address of this corporation's incorporator is as follows:

JUAN CARLOS CARTAYA
10360 S.W. 137th Court
Miami, Florida 33186

ARTICLE IX


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board

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of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 29 day of April, 1998.

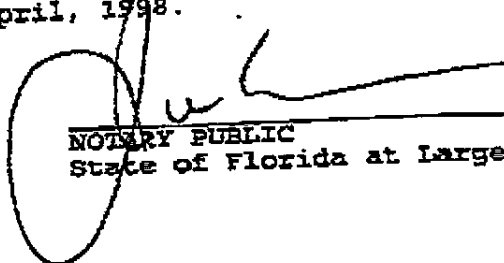

JUAN CARLOS CARTAYA
10360 SW 137 ST
MIAMI, FLORIDA
33186

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

WE HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, JUAN CARLOS CARTAYA, well known to be the person described in the foregoing Articles of Incorporation of CARTAYA INSURANCE APPRAISERS, INC., and executed the same freely and voluntarily for the purposes therein expressed.

WITNESS our hands and official seals in Miami, Dade County, Florida, on this 29 day of April, 1998.




NOTARY PUBLIC
State of Florida at Large

RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 46.091, Florida Statutes, the

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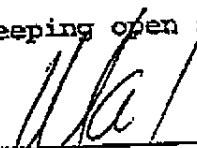
following is submitted in compliance with said Act:

That CARTAYA INSURANCE APPRAISERS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Miami, Dade County, Florida, has named MARCO DE LA CAL, ESQUIRE, located at 999 Ponce De Leon Boulevard, Suite 720, Coral Gables, Florida 33134, as its agent to accept service of process within this state.


JUAN CARRON CARTAYA

ACKNOWLEDGEMENT

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 provisions of said Act relative to keeping open said office.


MARCO DE LA CAL, ESQUIRE

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TALLAHASSEE, FLORIDA

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