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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: CLUB CUBANALECO, INC.

AUDIT NUMBER.....H98000003518

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

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PAGES..... 5

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 24, 1998

EMPIRE

SUBJECT: CLUB CUBANALECO, INC.
REF: W98000003893

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ARTICLES OF INCORPORATION
OF
CLUB CUBANALECO, INC.
A FLORIDA NON-PROFIT CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE ONE: NAME

THE NAME OF THE CORPORATION IS:

CLUB CUBANALECO, INC.

ARTICLE TWO: DURATION

THE TERMS OF EXISTENCE OF THE CORPORATION IS PERPETUAL; AND THE CORPORATE EXISTENCE WILL COMMENCE ON THE FILING OF THESE ARTICLES BY THE DEPARTMENT OF STATE.

ARTICLE THREE: PURPOSE

THE CORPORATION IS ORGANIZED IN ORDER TO ENGAGE IN ANY LAWFUL PURPOSE OR PURPOSES NOT FOR PECUNIARY PROFIT INCLUDING THE ADVANCEMENT OF THE SOCIAL, CULTURAL AND RECREATIONAL INTERESTS OF ITS MEMBERS.

ARTICLE FOUR: DIRECTORS

THERE SHALL BE THREE (3) MEMBERS OF THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION. THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ELECTION THEREOF ARE AS FOLLOWS:

Prepared by: Roberto F. Fletias, Esquire
782 N.W. Lejeune Road, Suite 550
Miami, Florida 33126
Fla Bar No. 273546
(305) 442-1439

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CALIXTO CAMPOS CORONA

205 S.W. TAMiami CANAL RD.
MIAMI, FLORIDA 33144

RENE L. DIAZ

350 TAMiami BLVD.
MIAMI, FLORIDA 33144

MANUEL ASSEF

4711 S.W. 5TH TERRACE
MIAMI, FLORIDA 33134

ARTICLE FIVE: INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION
IS:

8496 S.W. 8TH STREET, MIAMI, FLORIDA 33144

THE METHOD OF ELECTION OF THE DIRECTORS IS AS STATED IN THE BY-
LAWS OF THE CORPORATION.

THE NAME OF THE INITIAL REGISTERED AGENT OF THE CORPORATION IS:

CALIXTO CAMPOS CORONA
8496 S.W. 8TH STREET
MIAMI, FLORIDA 33144

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ARTICLE SIX: MEMBERS

THE CORPORATION SHALL HAVE MEMBERS. THE MEMBERS OF THE CORPORATION WILL BE ALL THE DIRECTORS OF THE CORPORATION DURING THEIR TERM IN OFFICE. THE BY-LAWS MAY PROVIDE FOR ADDITIONAL MEMBERS, THEIR QUALIFICATIONS AND MANNER OF ADMISSION.

ARTICLE SEVEN: INCORPORATORS

THE NAME AND RESIDENCES OF THE SUBSCRIBERS OF THESE ARTICLES OF INCORPORATION ARE:

NAME	ADDRESS
CALIXTO CAMPOS CORONA	205 S.W. TAMiami CANAL RD. MIAMI, FLORIDA 33144
RENE L. DIAZ	350 TAMiami BLVD. MIAMI, FLORIDA 33144
MANUEL ASSEF	4711 S.W. 5th Terrace Miami, Florida 33134


IN WITNESS WHEREOF, WE HAVE SUBSCRIBED OUR NAMES, THIS 19 DAY
OF February, 1998.



CALIXTO CAMPOS CORONA



RENE L. DIAZ



MANUEL ASSEF

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STATE OF FLORIDA

COUNTY OF DADE

ON THIS DAY, THE 19 DAY OF February, 1998, BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED CALIXTO CAMPOS CORONA, RENE L. DIAZ AND MANUEL ASSEF, KNOWN TO ME TO BE THE PERSONS WHOSE NAMES ARE SUBSCRIBED TO THE WITHIN INSTRUMENT, AND ACKNOWLEDGED THAT THEY EXECUTED THE SAME FOR THE PURPOSES THEREIN CONTAINED.

WITNESS MY HAND AND SEAL ON THE DAY AND YEAR FIRST ABOVE WRITTEN.

Roberto F. Fleitas

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



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***CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT
UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE***

IN COMPLIANCE with Section 607.034 of the Florida Statutes, the following is submitted:
CLUB CUBANALECO, INC., a Florida Non-Profit Corporation, desiring to organize or
qualify under the laws of the State of Florida, with its principal place of business in the City of
Miami, County of Miami Dade, State of Florida, has named CALIXTO CAMPOS
CORONA as its agent to accept service of process within the State of Florida, with the
registered address as:

8496 S.W. 8 Street, Miami, Florida 33144

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
MENTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED: THE 19 DAY OF February, 1998.


REGISTERED AGENT

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