

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-3870 • 1-800-342-8062 • Fax (850) 222-1222

P00000003152

Cano Holdings, Inc

500003094425--5

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

FILED  
RECEIVED  
00 JAN 11 AM 11:23  
00 JAN 11 AM 10:17  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Signature

Requested by: LS

Name

1/11/00  
Date

9:16  
Time

Walk-In

Will Pick Up

00-11-1  
6

ARTICLES OF INCORPORATION

OF

CANO HOLDINGS, INC.

ARTICLE I.

The name of this corporation shall be:

CANO HOLDINGS, INC.

ARTICLE II.

The general nature of business to be carried on by this corporation,  
is:

- a. To enter into any and all contracts with any person, firm, corporation and/or association.
- b. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- c. To be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, limited liability company, joint venture, trust, or other enterprise.
- d. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real and/or personal property or any interest therein, wherever situated.
- e. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- f. To engage in the transaction of any and all lawful business or businesses for which corporations may be incorporated under The Florida Business Corporation Act of the State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to issue is ONE THOUSAND (1,000) shares of common stock of ONE and NO/100 (\$1.00) DOLLAR par value each.

ARTICLE IV.

The shareholders of this corporation shall have preemptive right to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE V.

This corporation is to have perpetual existence.

ARTICLE VI.

The principal office of this corporation shall be located at 1581 Brickell Avenue, Suite 1202, Miami, Florida 33129, with the corporation retaining the power of moving its principal office to any other address in the State of Florida, as may, from time to time, and at any time, be determined by its Board of Directors, with branch offices in such other cities, counties, states and countries as may from time to time, and at any time, be determined by its Board of Directors.

ARTICLE VII.

The initial registered office of this corporation shall be at 1581 Brickell Avenue, Suite 1202, Miami, Florida 33129. The initial Registered Agent at such address shall be CARLOS A. GUERSANI-HARRINGTON.

ARTICLE VIII.

This corporation shall at all times have at least ONE (1) Director who shall conduct the business of the corporation as a Board of Directors. The stockholders of the corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation, provided the corporation has at least ONE (1) Director.

ARTICLE IX.

The names and addresses of the members of the initial Board of Directors of the corporation, who shall hold office until the first annual meeting of stockholders, and until their successors are elected and qualified, or until their earlier removal from office, resignation or death are:

CARLOS A. GUERSANI-HARRINGTON  
1581 Brickell Avenue  
Suite 1202  
Miami, Florida 33129

NORA GUERSANI-HARRINGTON  
1581 Brickell Avenue  
Suite 1202  
Miami, Florida 33129

ARTICLE X.

The names and addresses of the incorporators are:

CARLOS A. GUERSANI-HARRINGTON  
1581 Brickell Avenue  
Suite 1202  
Miami, Florida 33129

NORA GUERSANI-HARRINGTON  
1581 Brickell Avenue  
Suite 1202  
Miami, Florida 33129

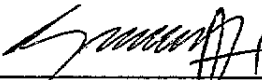
ARTICLE XI.

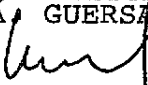
The By-Laws of this corporation may be created, amended, changed or replaced by the Stockholders or by the Board of Directors of the corporation at any duly scheduled meeting called for that purpose.

ARTICLE XII.

This corporation shall indemnify any officer or Director, or any former officer or Director, or any person who serves, at the request of the corporation, as an officer or director of another corporation, to the full extent permitted by law.

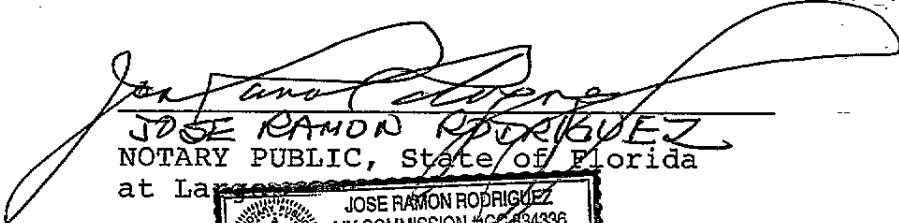
We, the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certifying that the facts contained herein are true and correct, and accordingly hereto set our hands and seals this 10<sup>th</sup> day of January, 2000.

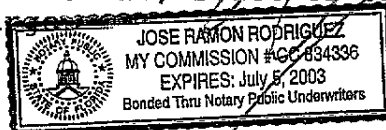
  
\_\_\_\_\_  
CARLOS A. GUERSANI-HARRINGTON (SEAL)

  
\_\_\_\_\_  
NORA GUERSANI-HARRINGTON (SEAL)

STATE OF FLORIDA            )  
                                      ) SS.  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of January, 2000, by CARLOS A. GUERSANI-HARRINGTON and NORA GUERSANI-HARRINGTON, , who are personally known by me ~~or who have produced~~ \_\_\_\_\_ as identification.

  
JOSE RAMON RODRIGUEZ  
NOTARY PUBLIC, State of Florida  
at Large



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following  
is submitted, in compliance with said Act:

First--That CANO HOLDINGS, INC.

desiring to organize under the laws of the State of FLORIDA

with its principal office, as indicated in the articles of incor-

poration at City of MIAMI County

of MIAMI-DADE, State of FLORIDA

has named CARLOS A. GUERSANI-HARRINGTON

located at 1581 Brickell Avenue, Suite 1202, Miami, Florida 33129  
(Street address and number of building, Post Office Box  
address not acceptable)

City of MIAMI, County of MIAMI-DADE,

State of Florida as its agent to accept service of process within this  
state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate, I hereby  
accept to act in this capacity, and agree to comply with the provision  
of said Act relative to keeping open said office.

By 

(Registered Agent)

CARLOS A. GUERSANI-HARRINGTON

FILED  
00 JAN 11 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA