

CORPORATION(S) NAME

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CR2E031 (R8-85)

ARTICLES OF INCORPORATION

OF

RamNer Investments, Inc.

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

- 1. Name. The name of this corporation is RamNer Investments, Inc.
- 2. **Duration.** The period of its duration is perpetual.
- 3. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 4. Capital Stock. The corporation is authorized to issue <u>100</u> shares, all of one class, at <u>\$5.00</u> par value.
- 5. **Initial Registered and Agent.** The name and address of the initial registered agent of this corporation is:

Yvette G. Murphy, Esq. 3250 Mary Street, Ste. 207 Coconut Grove, Florida 33133

- 6. **Initial Board of Directors.** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment to the bylaws of the corporation in the manner provided by law, but shall never be less than one.
- 7. The names and addresses of the persons who shall serve as officers and director until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, as well as the principal place of business, are as follows:

Ramón Cernuda, President, Secretary, Director c/o Editorial Cernuda 1040 SW 27th Avenue Miami, Florida 33135

8. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has executed these Articles of Incorporation this _______ day of February, 2000.

STATE OF FLORIDA

COUNTY OF DADE-MIAMI)

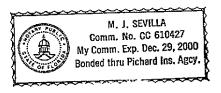
BEFORE ME, the undersigned authority, personally appeared YVETTE G. MURPHY, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this _____/5 the day of February, 2000.

UBLIC, STATE OF FLORIDA

AT LARGE

My commission expires:



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

In pursuant of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That RamNer Investments, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named Yvette G. Murphy, Esq., located at of process within this state.

ACKNOWLEDGEMENT

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.

VETTE G. MURPHY Registered Agent

