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Florida Department of State

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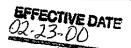
To:

Division of Corporations Fax Number : (850)922-4001

From:

Account Name: CORPORATE CREATIONS INTERNATIONAL INC. Account Number: 110432003053

Account Number: 110432003053 Phone: (305)672-0686 Fax Number: (305)672-9110



FLORIDA PROFIT CORPORATION OR P.A.

Valdes - Nunez, Inc.

| Certificate of Status | |
|-----------------------|---------|
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| Page Count | 04 |
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: Valdes - Nunez, Inc.

Article II. Address

The Corporation's mailing address is: Valdes - Nunez, Inc. 1101 Brickell Avenue Suite 1100 Miami FL 33131

Article III. Registered Agent

The name and address of the Corporation's registered agent is: J. David Peña 1101 Brickell Avenue Suite 1100 Miami FL 33131

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Jose M. Valdes-Nunez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

J. David Peña I FL Bar Member 0651400 Peña & Sidlosca 1101 Brickell Avenue Sulte 1100 Miami FL 33131 305-372-0182 H00000008338

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:
J. David Peña
Peña & Sidlosca
1101 Brickell Avenue
Suite 1100
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on February 23, 2000.

The undersigned incorporator executed these Articles of Incorporation on February 24, 2000.

J. DAVID PEÑA

by T. Hardy as attorney-in-fact

J. David Peña I FL Bar Member 0651400 Peña & Sidlosca 1101 Brickell Avenue Suite 1100 Miami FL 33131 305-372-0182 H00000008338

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

Valdes - Nunez, Inc.

REGISTERED AGENT/OFFICE:

J. David Peña 1101 Brickell Avenue Suite 1100 Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

J. DAVID PEÑA

by T. Hardy as attorney-in-fact

Date: February 24, 2000

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J. David Peña I FL Bar Member 0651400 Peña & Sidlosca 1101 Brickell Avenue Sulte 1100 Miami FL 33131 305-372-0182 H00000008338