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

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**EJ & CJ MANAGEMENT COMPANY**

Certificate of Status	0
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**ARTICLES OF INCORPORATION**  
**OF**  
**EJ & CJ MANAGEMENT COMPANY**

**THE UNDERSIGNED**, in order to form a corporation (the "Corporation") to do business in the State of Florida, hereby makes and files these Articles of Incorporation:

**Article I**  
**Corporate Name**

The name of the Corporation is EJ & CJ Management Company.

**Article II**  
**Mailing Address and Principal Office**

The initial mailing address and street address of the initial principal office of the Corporation is: 15030 Coconut Avenue, Coconut Grove, FL 33014

**Article III**  
**Business**

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

**Article IV**  
**Initial Directors**

The initial Directors of the Corporation, who shall continue as such until their successors are duly elected and qualified, are Bernardo Maribona and Barbara Ramos, each of 15030 Coconut Avenue, Coconut Grove, FL 33014. The number of Directors may be altered from time to time by ByLaws adopted by the Shareholders. However, the Corporation shall have no less than one (1) Director at any time.

**Article V**  
**Capital Stock**

The Corporation is authorized to issue 10,000 shares of common stock, having a par value of \$0.01 per share, divided into two classes, as follows: 1,000 shares of Class A Common stock and 9,000 shares of Class B Common stock. All of the shares of both Classes shall have the same preferences, limitations and rights, including but not limited to equal rights to distributions and liquidation proceeds, except for voting rights. The Class B Common stock shall confer no rights to vote, individually or as a class, upon any holder of such shares. The

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Class A Common stock shall confer full voting rights upon each qualified holder (as defined below) of such shares, who or which shall be entitled to cast one vote per share with respect to any and all matters coming before the shareholders for a vote. For this purpose, the holder of Class A Common stock shall be a "qualified holder" only if the holder is Bernardo Maribona, or his spouse, or a descendant of his, or a trust for the exclusive use and benefit of any such individuals, or a partnership or corporation owned exclusively by any such individuals or trusts. At the earliest time upon which any share of Class A Common stock otherwise would be held by a formerly qualified or other non-qualified holder, the share automatically shall become a share of Class B Common stock for all purposes, without any further action whatsoever.

Article VI  
Registered Agent and Office

The initial Registered Agent and the street address of the initial Registered Office of the Corporation in the State of Florida are: Jonathan H. Green & Associates, P.A., Suite 700, 799 Brickell Plaza, Miami, FL 33131

Article VII  
Incorporator

The names and street address of the undersigned Incorporator are: Jonathan H. Green & Associates, P.A., Suite 700, 799 Brickell Plaza, Miami, FL 33131

IN WITNESS WHEREOF, the undersigned Incorporator has duly executed these Articles of Incorporation this 12 day of MARCH, 2000

JONATHAN H. GREEN  
& ASSOCIATES, P.A.

By [Signature]  
President

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ACCEPTANCE

The undersigned hereby accepts the foregoing designation as the initial Registered Agent and agrees to comply with the provisions of Florida law applicable to that designation.

JONATHAN H. GREEN  
& ASSOCIATES, P.A.

By [Signature]  
President

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