ZARUS CORPORATE FILING SERVICE 3320 S.W. 87 AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) *****78.75 *****78.75 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): AGDB INVESTMENTS (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Y Pick up time 2.00 Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign **Fictitious Name** Limited Partnership Name Reservation Reinstatement Tradematk Other Examiner's Initials

ARTICLES 0F INCORPORATION OF



AGDB INVESTMENTS, INC.

ARTICLE I - NAME

The name of this corporation is AGDB INVESTMENTS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

<u>ARTICLE 1V - CAPITAL STOCK</u>

This corporation is authorized to issue **ONE HUNDRED** (100) shares of \$1.00 par value common stock, which shall be designated "Common Stock".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind,

class or series as that which he already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is

offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10025 NW 51 TERR,

Miami, Florida 33178, and the name of the initial registered agent of this corporation is ANDY

GARCIA DEL BUSTO.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE director initially. The number of directors may be either

increased or diminished from time to time by the bylaws but shall never be less than ONE.

The name and address of the initial director of this corporation is:

Andy Garcia del Busto

10025 NW 51 Terr,

President

Miami, Florida 33178

2

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

Andy Garcia del Busto

10025 NW 51 Terr,

President

Miami, Florida 33178

IN WITNESS WHEREOF, the undersigned subscriber have executed these articles of incorporation this 19th day of June, 2000.

Andy Garcia del Busto

President

SWORN TO BEFORE ME, this 22 day of June, 2000.

ELENA M. ARIAS
MY COMMISSION # CC 354107
EXPIRES: July 12, 2003
EXPIRES: July 12, 2003
EXPIRES: July 12, 2003

3

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: AGDB INVESTMENTS, INC.

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 Dade, State of Florida, has named ANDY GARCIA DEL BUSTO located at 10025 NW 51 Terr, in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

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 Statues relative to the proper and complete performance of my duties.

Dated this 19th day of June, 2000

ELENA M. ARIAS
MY COMMISSION # CC 854107
EXPIRES: July 12, 2003

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SECRETARY OF STATE