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July 5, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300003316303-2R
-07/07/00--01065-018
18.75 28-75~

Re: Name of Corporation: La Palomilla on The Beach, Inc.

Enclosed please find an original and one (1) copy of the Articles of Incorporation as well as a check for \$78.75 on the above-subject Corporation.

Should you have any questions, please do not hesitate to call our office.

Sincerely,

SURDO & ASSOCIATES, P.A.



Shirley Gonzalez
Secretary for the firm

sg
Enclosures

FILED
00 JUL -7 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/11/00

ARTICLES OF INCORPORATION
LA PALOMILLA ON THE BEACH, INC.

FILED
00 JUL -7 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation is **LA PALOMILLA ON THE BEACH, INC.**

ARTICLE II - Principal Office

The mailing address of this corporation shall be: 4920 S.W. 97th Court
Miami, Florida 33165

ARTICLE III - Purpose

This corporation is organized for the purpose of any and all business authorized by Florida Statute §475 and all other applicable laws of the State of Florida.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 100,000,000 shares of \$.10 par value common stock which shall be designated as "Common Shares".

ARTICLES V - Initial Registered Agent

The street address of the registered office of this corporation is 4920 S.W. 97th Court, Miami, Florida 33165 and the name of the registered agent of this corporation at that address is Livan Alfonso Raad.

ARTICLE VI - Board of Directors

The Corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresses of the initial Directors are:

Livan Alfonso Raad
4920 S.W. 97th Court
Miami, Florida 33165

Jose Luis Alfonso De Armas
2151 N.W. 13th Street
Miami, Florida 33125

ARTICLE VII - Incorporator

The name and address of the Incorporator signing these Articles is:

Livan Alfonso Raad
4920 S.W. 97th Court
Miami, Florida 33165

ARTICLE VIII - Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - Indemnification

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


ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provision 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 has executed these Articles of Incorporation on the date of the signing.

Dated: June 29, 2000.

Livan Alfonso Raad



Incorporator

Certificate designated place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that La Palomilla on The Beach, Inc. desiring to organize or qualify under the laws of the State of Florida, has named Livan Alfonso Raad located at 4920 S.W. 97th Court, Miami, Florida, 33165 as its agent to accept service of process within Florida.


Dated: June 29, 2000.



Livan Alfonso Raad

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: June 29, 2000



Livan Alfonso Raad

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA