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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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## EFFECTIVE DATE

10-12-00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FLORIDA PROFIT CORPORATION OR P.A.

barrios company, inc.

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**ARTICLES OF INCORPORATION**

I, THE UNDERSIGNED, SUBSCRIBER TO THESE ARTICLES FOR THE FORMATION OF A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

**ARTICLE I**

**CORPORATE NAME**

THE NAME OF THIS CORPORATION SHALL BE BARRIOS COMPANY, INC.

**ARTICLE II**

**NATURE OF CORPORATE BUSINESS**

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

**ARTICLE III**

**CAPITAL STOCK**

THIS CORPORATION SHALL BE AUTHORIZED TO HAVE A MAXIMUM OF FIVE HUNDRED (500) SHARES OF STOCKS OUTSTANDING AT ANY GIVEN TIME. THE SHARES OF STOCK AUTHORIZED SHALL HAVE A PAR VALUE OF ONE DOLLAR (\$1.00).

**ARTICLE IV**

**INITIAL CAPITAL**

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE ONE HUNDRED AND 00/00 (\$100.00) DOLLARS.

PREPARED BY: CORDERO CPA P.A.  
ALFONSO CORDERO  
8025 NW 36 STREET STE. 302  
MIAMI, FLORIDA 33166

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**ARTICLE V**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BE OCTOBER 12, 2000.

**ARTICLE VI**

**PRINCIPAL OFFICE AND REGISTERED AGENT**

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS

10001 WEST FLAGER STE J1011  
MIAMI, FL 33174

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA. THE REGISTERED AGENT OF THIS CORPORATION SHALL BE:

HECTOR BARRIOS  
10001 WEST FLAGER STE J1011  
MIAMI, FL 33174

**ARTICLE VII**

**DIRECTOR**

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

**ARTICLE VIII**

**BOARD MEMBERS**

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THE NAME AND TITLE OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS  
AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME	TITLE
HECTOR BARRIOS	PRESIDENT
VIVIANA ORTEGA	SECRETARY

#### ARTICLE IX

##### SUBSCRIBERS

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THESE ARTICLES OF  
INCORPORATION ARE AS FOLLOWS:

HECTOR BARRIOS	10001 WEST FLAGER STE j1011.
	MIAMI, FL 33174

#### ARTICLE X

##### PREEMPTIVE RIGHTS

SHOULD ANY STOCKHOLDER WISH TO DISPOSE OF HIS STOCK IT SHALL FIRST  
BE OFFERED TO THE REMAINING STOCKHOLDERS, AT A PRICE NO GREATER  
THAN A BONA-FIDE OFFER BY ANY THIRD PERSON, AND SAID SHALL BE  
AVAILABLE FOR A PERIOD OF NINETY (90) DAYS TO SUCH REMAINING  
STOCKHOLDERS. IN THE EVENT THAT ANY OF SAID STOCK IS NOT PURCHASED  
BY ANY OF THE REMAINING STOCKHOLDERS WITHIN NINETY (90) DAYS OF THE  
OFFER, SAID STOCK MAY THEN BE SOLD BY THE STOCKHOLDER TO A THIRD  
PERSON APPROVED BY THE OTHER SHAREHOLDERS.

#### ARTICLE XI

##### AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER  
PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD  
OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED  
AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO  
VOTE THEREON.

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ARTICLE XII

THE STOCK OF THIS CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE, SO THAT THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHERE OF, THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THE 12 DAY OF OCTOBER, 2000.

  
HECTOR BARRIOS

ACKNOWLEDGMENT

HAVING BEEN NAMED ABOVE AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE SLATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

  
HECTOR BARRIOS

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