

P000000107577

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet.
Type the fax audit number (shown below) on the top and
bottom of all pages of the document.

((H00000060442 1)))

**Note: DO NOT hit the REFRESH/RELOAD button on
your browser from this page. Doing so will generate another
cover sheet.**

To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : JORGE GAVIRIA

Account Number : I20000000245

Phone : (305) 666-8844

Fax Number : (305) 667-7004

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 17 AM 11:07

FLORIDA PROFIT CORPORATION OR P.A.

CUTLER LANDING DEVELOPMENT, INC.

: B. McKnight NOV 17 2000

H00000060442 1

ARTICLES OF INCORPORATION
OF
CUTLER LANDING DEVELOPMENT, INC.

In compliance with the requirements of the Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is **CUTLER LANDING DEVELOPMENT, INC.**

ARTICLE II

The mailing address of the corporation is:
9769 S. Dixie Hwy. Suite 101, Miami, Florida 33156

ARTICLE III

The maximum number of shares this corporation is authorized to issue is ONE HUNDRED (100), all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The purpose of this corporation shall be to engage in business and any other general purpose authorized by Florida Statutes Chapter 607.

ARTICLE V

The initial street address of the corporation's principal office is 9769 S. Dixie Hwy. Suite 101, Miami, Florida 33156. The Registered Agent for the corporation is:

Jorge Gaviria
9769 S. Dixie Hwy. No. 101
Miami, Fl. 33156

H00000060442 1

F I L E D
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 17 AM 11:07

ARTICLE VI

The initial Board of Directors shall consist of three members. The names and addresses who will serve on the initial Board of Directors are:

Jorge O. Hernandez
6080 SW 40 st.
Miami, Florida 33155

Octavio Mendizabal
21801 SW 98 Pl.
Miami, Florida 33190

Abisael Perez
P.O. Box 560182
Miami, Florida

ARTICLE VII

The names and addresses of the persons signing these Articles of Incorporation are:

NAME

Jorge O. Hernandez
6080 SW 40 st.
Miami, Florida 33155

Octavio Mendizabal
21801 SW 98 Pl.
Miami, Florida 33190

Abisael Perez
P.O. Box 560182
Miami, Florida

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

PREEMPTIVE RIGHT

Each shareholder of this corporation shall have the first

right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares equals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waive submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X

MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by Florida Statute 607.0820(4).

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this October 5, 2000.


Jorge O. Hernandez



Octavio Mendizabal


Abisael Perez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 17 AM 11:07

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CUTLER LANDING DEVELOPMENT, INC., as designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).


Jorge Gaviria