

DEC-18-00 MON 03:42 PM

Division of Corporations

P. 01

Page 1 of 2

P00000115429

Florida Department of State

Division of Corporations

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To:

Division of Corporations
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From:

Account Name : JOSE M. MARQUEZ, P.A.
Account Number : 075132001371
Phone : (305) 447-1160
Fax Number : (305) 447-1194

FLORIDA PROFIT CORPORATION OR P.A.

OMNIBUS LA HABANERA CORP.

Certificate of Status	0
Certified Copy	1
Page Count	03 (1)
Estimated Charge	\$78.75

00 DEC 18 AM 9:41
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. McKnight DEC 19 2000

FAX AUDIT No.
H00000065733

ARTICLES OF INCORPORATION
OF
OMNIBUS LA HABANERA CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned, acting as Incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of this Corporation is **OMNIBUS LA HABANERA CORP.**

ARTICLE II
DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III
PURPOSE

The general purposes for which this Corporation is organized are the following:

A. To engage in and transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act. No other purpose limits these general purposes in any way.

B. To do such other things as are incidental to the purposes of this Corporation, or necessary or desirable in order to accomplish them.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares of Common Stock, having a par value of ONE HUNDRED (\$100.00) dollars per share. All said shares shall be payable in cash, property, labor, or services at a valuation to be fixed by the Board of Directors.

ARTICLE V
ADDRESS

The address of the principal office of this Corporation is: 999 Ponce de Leon Avenue, Suite 50, Coral Gables, Florida 33134.

FAX AUDIT No.
H00000065733

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H00000065733

ARTICLE VI
DIRECTORS

The number of Directors constituting the initial Board of Directors is Two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1).

ARTICLE VII
INITIAL DIRECTORS

The names and addresses of the initial Directors of this Corporation are:

AMELIA CACHALDORA	999 Ponce de Leon Avenue Suite 50 Coral Gables, Florida 33134
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ALBERTO GONZALEZ	1261 San Miguel Avenue Coral Gables, Florida 33134
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ARTICLE VIII
INCORPORATORS

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

AMELIA CACHALDORA	999 Ponce de Leon Avenue Suite 50 Coral Gables, Florida 33134
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ALBERTO GONZALEZ	1261 San Miguel Avenue Coral Gables, Florida 33134
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ARTICLE IX
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of this Corporation is 782 NW LeJeune Road, Suite 548, Miami, Florida 33126, and the name of the initial Registered Agent at that address is Jose M. Marquez, Esq.

FAX AUDIT No.
H00000065733

DEC-18-00 MON 03:43 PM


FAX AUDIT No.
H00000065733

ARTICLE X
AMENDMENT

P. 04
FLA. STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment to these Articles of Incorporation be made.

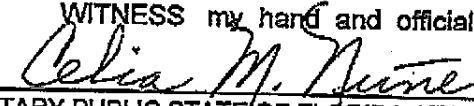
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 18th day of December, 2000.


AMELIA CACHALDORA
Incorporator


ALBERTO GONZALEZ
Incorporator


STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared, AMELIA CACHALDORA and ALBERTO GONZALEZ, to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal of office this 18th day of December, 2000.

CELIA M. NUNEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 775095
COMMISSION EXP. JAN. 9, 2003
NOTARY PUBLIC STATE OF FLORIDA AT LARGE

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

By 
Jose M. Marquez, Esq.
DATE: December 18, 2000

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H00000065733