Law Offices Manuel Diner, P. A.

> BAYSIDE OFFICE CENTER 141 NORTHEAST 3RD AVENUE SUITE 601

Miami, Florida 39132 TELEPHONE (305) 358-7880 FAX (305) 358-7191

Secret of stat

Division of Corporations
P.O. Box 6327

Tallahassee, Florida 32314

300003984163--7 -04/10/01--01035--007 \*\*\*\*\*78 75 \*\*\*\*\*79 75

Re: KryogeniGas, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of the above referenced corporation, together with our client's check in the sum of \$78.75 representing the filing and certified copy fee.

Should you have any questions, please feel free to call this office.

Very truly yours,

MANUEL DINER, P.A.

Manuel Diner, Esq.

MD/da Enclosure

corp/secofstatekryogenigasltr.

O1 APR 10 PH 12: 38
SECRETARY OF STAIL
TALLAHASSEE FLORINA

Mo

# ARTICLES OF INCORPORATION OF "KryogeniGas, Inc."

#### <u>ARTICLE I.</u> NAME AND ADDRESS OF CORPORATION

The name of this corporation is: "KryogeniGas, Inc." The Corporation's principal office and mailing address is:

6900 NW 51<sup>st</sup> Street Miami, Florida 33166



#### <u>ARTICLE II.</u> <u>NATURE OF CORPORATION BUSINESS</u>

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

#### <u>ARTICLE III.</u> CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

## <u>ARTICLE IV.</u> <u>PREEMPTIVE RIGHTS</u>

All shareholders of the Corporation shall be vested with full preemptive rights.

## <u>ARTICLE V.</u> <u>INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE</u>

The initial Registered Agent and Registered Office of the corporation in the State of Florida shall be:

INITIAL REGISTERED AGENT:

Manuel Diner

INITIAL REGISTERED OFFICE:

141 N.E. 3rd Avenue, Suite 601

Miami, Florida 33132

# ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such

status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

MANUEL DINER, RÉGISTERED AGENT

#### <u>ARTICLE VI.</u> <u>INITIAL BOARD OF DIRECTORS</u>

The number of Directors constituting the initial Board of Directors of the Corporation is five. The names and addresses of the members of the initial Directors of the Corporation are:

Raul Valdes-Hurtado, 600 Grapetree Drive, #5-DS, Key Biscayne, Florida 33149

Josefina Valdes-Hurtado, 600 Grapetree Drive, #5-DS, Key Biscayne, Florida 33149

Robert Dean, 50 Ocean Lane Dr., #205, Key Biscayne, Florida 33149

Rebeca Leaman, 50 Ocean Lane Dr., #205, Key Biscayne, Florida 33149

Alejandro Jose Gonzalez, 101 Collins Avenue, #21, Miami Beach, Florida 33130

#### <u>ARTICLE VII</u> INITIAL INCORPORATOR

The name and address of the initial Incorporator executing these Articles of Incorporation is:

Manuel Diner 141 NE 3<sup>rd</sup> Avenue, Suite 601, Miami, Florida 33132

Manuel Diner, INCORPORATOR

STATE OF FLORIDA

) SS:

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this fay of Manuel Diner, who is personally known to me for hos produced who did [] did not [] take an oath.

Notary Public, State of Florida

Print Name: (MRIDAD LOPREIRA

identification and

My Commission Expires:

c.wpdocs.corp.kryogenigas art.wpd



OT APR 10 PM 12: 38
SECRETARY OF STATE
SECRETARY OF STATE