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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

~~RC Holdings Inc.~~
RC 623 GROUP, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
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SECRETARY OF STATE
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 1, 2001

CORPORATE CREATIONS

SUBJECT: RC HOLDINGS INC.
REF: W0100009773

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EFFECTIVE DATE

5-1-01

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
RC 623 GROUP, Inc.

Article II. Address

The Corporation's mailing address is:
RC 623 GROUP, Inc.
c/o Jose Rodriguez
150 Alhambra Circle, Suite 1270
Coral Gables FL 33134

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Jose A. Rodriguez
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Maria Fernanda Dieguez
Claudio Pablo Lopez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jose A. Rodriguez | FL Bar Member 989444
Jose A. Rodriguez, P.A.
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134
305-445-6600
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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

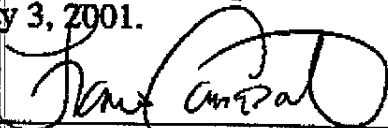
The name and address of the incorporator is:

Jose A. Rodriguez
Jose A. Rodriguez, P.A.
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 1, 2001.

The undersigned incorporator executed these Articles of Incorporation on May 3, 2001.



JOSE A. RODRIGUEZ
by F.E. Cammarata as attorney-in-fact

Jose A. Rodriguez | FL Bar Member 989444
Jose A. Rodriguez, P.A.
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

RC 623 GROUP, Inc.

REGISTERED AGENT/OFFICE:

**Jose A. Rodriguez
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JOSE A. RODRIGUEZ
by F.E. Cammarata as attorney-in-fact

Date: May 3, 2001

**Jose A. Rodriguez | FL Bar Member 989444
Jose A. Rodriguez, P.A.
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134
305-445-6600
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