

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : ALBERT J. XIQUES, ESQ.
Account Number : 110166000015
Phone : (305)377-1000
Fax Number : (305)377-1055

FLORIDA PROFIT CORPORATION OR P.A.

Rioja Overseas Investments, Corp.

Certificate of Status	1
Certified Copy	0
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**ARTICLES OF INCORPORATION
OF
RIOJA OVERSEAS INVESTMENTS, CORP.**

**ARTICLE I
NAME**

The name of the corporation is Rioja Overseas Investments, Inc. The mailing address of the corporation shall be 1000 Brickell Avenue, Suite 660, Miami, FL 33131

**ARTICLE II
DURATION**

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

**ARTICLE III
PURPOSE**

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

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This instrument prepared by:
Juan J. Rodriguez, Esq.
Fla. Bar No. 613843
RODRIGUEZ & MACHADO, P.A.
1000 Brickell Avenue, Suite 660
Miami, Florida 33131
(305) 377-1000

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ARTICLE IV
POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock. Each stockholder shall be entitled to one (1) vote for each share owned.

ARTICLE VI
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

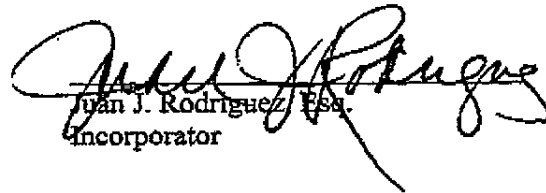
Juan J. Rodriguez, Esq.
Rodriguez & Machado, P.A.
1000 Brickell Avenue, Suite 660
Miami, Florida 33131

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1000 Brickell Avenue, Suite 660, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is Juan J. Rodriguez, Esq.

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IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this
31 day of May, 2001.


Juan J. Rodriguez, Esq.
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, we have caused this Statement to be signed on this 31 day of May, 2001

By 
Juan J. Rodriguez, Esq.

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