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

From:
Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
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FLORIDA PROFIT CORPORATION OR P.A.

CRIOJAZZ, INC.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$70.00

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Jul-25-01 01:39pm From:HUNTON WILLIAMS

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ARTICLES OF INCORPORATION

OF

CRIOJAZZ, INC.

ARTICLE I

The name of the corporation is CRIOJAZZ, INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is Oscar Morean, 16400 South Post Road #101 Weston, FL 33331

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The name and address of the Corporation's initial registered office is Corporation Service Company, 1201 Hays Street Tallahassee, FL 32301.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of Directors constituting the initial Board of Directors is two (2), and the names of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

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Jul-25-01 01:33pm From:HUNTON WILLIAMS

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Oscar Moreau
16400 South Post Road #101
Weston, FL 33331

Ingrid Chinchilla
Hatillo 3
Calle Argentina # 190
San José, Costa Rica


ARTICLE VII

The name of the Incorporator is Oscar Moreau and the address of the Incorporator is 16400 South Post Road #101 Weston, FL 33331.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 25th day of July, 2001.


Oscar Moreau, Incorporator

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of CRIOJAZZ, INC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY


as Agent for the Registered Agent

Lynette Coleman
as its agent

Dated: July 25, 2001