

Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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From:

Account Name : MACINTER CORPORATION
Account Number : I19980000043
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FLORIDA PROFIT CORPORATION OR P.A.

LATINUS GROUP, REAL ESTATE INVESTMENTS, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 3, 2001

MACINTER CORPORATION

SUBJECT: LATINUS GROUP, REAL ESTATE INVESTMENTS, INC.
REF: W01000018017

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The Undersigned incorporator(s) for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopt(s) the following articles of incorporation.

Article I - Corporate Name

LATINUS GROUP, REAL ESTATE INVESTMENTS, INC.

The street address of the principal office of this corporation in the State of Florida shall be 7133 WEST COUNTRY CLUB DRIVE NORTH, SUITE 249, SARASOTA, FLORIDA 34243. The Board of Directors may from time to time move the principal office to any other address in the State of Florida and may establish branch and other offices within the State of Florida.

Article II - Term of Existence

This corporation shall exist PERPETUALLY unless dissolved according to Florida Law.

Article III - Nature of Business

This corporation may engage in any lawful act or activity in which a Company may engage, including, but not limited to, engaging generally in any and all phases of the business of owning, holding, managing, controlling, acquiring, purchasing, developing, disposing of, or otherwise dealing in or with any interests or rights in any real estate or personal property, directly or through one or more other companies or other entities or arrangements.

Article IV - Capital Stock

IV.1 The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 SHARES OF COMMON STOCK having \$1.00 par value per share. This corporation shall not commence business until at least \$1000 dollars have been received by it as consideration for the issuance of shares.

MACINTER CORPORATION
15279 NW. 7th STREET
Pembroke Pines, FL 33028
Ph. (954) 731-7848- Fax (954) 731-7242
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IV.2. No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

IV.3. The board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

IV.4. The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

Article V - Incorporators

The name(s) and street address(es) of the incorporators(s) to these articles of incorporation is(are):

Miguel Angel Curci
15279 NW. 7 STREET, Pembroke Pines, Fl 33028

Juan Carlos Curci
7133 West Country Drive North, Suite 249, Sarasota, FL 34243

Roberto Jairo Curci
13801 Fernleaf Way, Carmel, Indiana 46033

MACINTER CORPORATION
15279 NW. 7th STREET
Pembroke Pines, Fl 33028
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E-mail: macinter@aol.com

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Article VI - Registered Office and Registered Agent

The initial address of registered office of this Corporation is MACINTER CORPORATION, located at 15279 NW. 7 Street, Pembroke Pines, Florida 33028. The name and address of the registered agent of this Corporation is MACINTER CORPORATION., 15279 NW. 7 Street, Pembroke Pines, Florida 33028.

Article VII - Officers

The name(s) of the initial officer(s) is (are):

ROBERTO JAIRO CURCI (President)
JUAN CARLOS CURCI (Vice-President)
MIGUEL ANGEL CURCI (Vice-President)

Article VIII - Director(s)

The Director(s) of the Corporation shall be:

ROBERTO JAIRO CURCI (President)
JUAN CARLOS CURCI (Vice-President)
MIGUEL ANGEL CURCI (Vice-President)

MACINTER CORPORATION
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Article IX- Special Provisions

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions, as are necessary will be taken by the appropriate officers to accomplish this compliance.

Article X - Liquidation

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the corporation shall be payable and distributed among the Board of Directors and Officers.

Article XI - Shareholders' restrictive agreement

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

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Article XII- Powers of Corporation

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

Article XIII- Bylaws

The board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

Article XIV- Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

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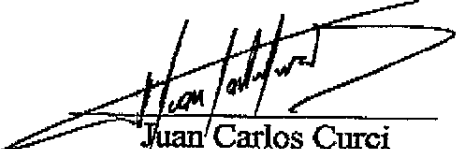
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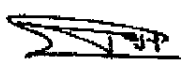
IN WITNESS WHEREOF, The undersigned subscriber(s) have executed these articles of incorporation this July 15, 2001.



Miguel Angel Curci
Incorporator



Juan Carlos Curci
Incorporador

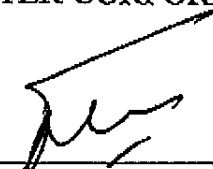


Roberto Jairo Curci
Incorporador

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

MACINTER CORPORATION, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

MACINTER CORPORATION.

By 

Miguel A. Curci, President
Date: July 15, 2001

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Miguel Angel Curci
Incorporator

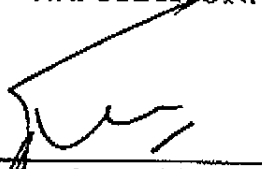

Juan Carlos Curci
Incorporador


Roberto Jairo Curci
Incorporador

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ARTICLES OF INCORPORATION

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MACINTER CORPORATION.

By 
Miguel A. Curci, President
Date: July 15, 2001

MACINTER CORPORATION
15279 NW. 7th. STREET
Pembroke Pines, FL 33028
Ph. (954) 430-7616- Fax (954) 430-7238
E-mail: macinter@aol.com

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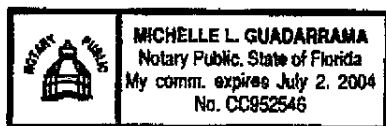
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STATE OF Florida

COUNTY OF Manatee

On the 16 day of July, 2001, personally appeared
before me Juan Carlos Curci, the signer(s) of the within
instrument, who duly acknowledged to me that they executed the same.



Michelle Guadarrama
Notary Public

Sarasota, FL

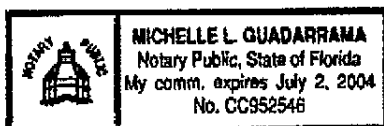
Residing at:

7/2/04
My Commission expires:

STATE OF FL

COUNTY OF Manatee

On the 16 day of July, 2001, personally appeared
before me Roberto Jairo Lirio, the signer(s) of the within
instrument, who duly acknowledged to me that they executed the same.



Michelle Guadarrama
Notary Public

Sarasota, FL
Residing at:

7/2/04
My Commission expires:

STATE OF Florida
COUNTY OF Broward

On the 17th day of July, 2001, personally appeared
before me Lucretia A. Curci, the signer(s) of the within
instrument, who duly acknowledged to me that they executed the same.

Gloria M. Parra
Notary Public

813) NW 66 Terr. Tamarac, Fl.
Residing at:



Gloria M. Parra
Commission # CC 738146
Expires May 3, 2002
BONDED THRU
ATLANTIC GUARANTEE CO., INC.

My Commission expires: _____

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