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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 : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

RECUERDOS DE CUBA, INC.
(Memories of Cuba, Inc.)

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

(5)

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ARTICLES OF INCORPORATION OF

**RECUERDOS DE CUBA, INC.
(MEMORIES OF CUBA, INC.)
a Florida Corporation**

ARTICLE I: NAME

The name of this corporation is:

**RECUERDOS DE CUBA, INC.
(MEMORIES OF CUBA, INC.)**

ARTICLE II: DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III: PURPOSE

The corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue sixty (60) shares of NO PAR VALUE common stock, which shall be designated "Common Stock".

ARTICLE V: PREEMPTIVE RIGHTS

Every shareholders, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly

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as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is:

**12343 SW 132ND Ct.,
Miami, Florida 33186**

The name of the initial registered agent of this corporation is:

FELIPE SIERRA

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s), initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation is (are):

FELIPE SIERRA

**12343 SW 132ND CT.,
MIAMI, FLORIDA 33186**

ARTICLE VIII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any formal officer or director, to the full extent permitted by law.

ARTICLE IX: INCORPORATORS

The name and address of the person(s) signing these articles of incorporation is (are):

FELIPE SIERRA

**12343 SW 132ND CT.,
MIAMI, FLORIDA 33186**

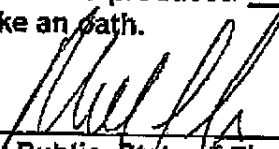
IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these Articles of Incorporation this 6th day of December, 2001.



FELIPE SIERRA

**STATE OF FLORIDA
COUNTY OF DADE**

The foregoing instrument was acknowledged before me on this 6 day of December, 2001, by FELIPE SIERRA who is personally known to me or who have produced _____ as identification and who did take an oath.



Notary Public, State of Florida
My Commission Expires:



Roberto F. Fletes
My Commission D0043712
Expires July 22, 2005

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING
AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE**

IN COMPLIANCE with Section 607.034 of the Florida Statutes, the following
is submitted:

**RECUERDOS DE CUBA, INC.
(MEMORIES OF CUBA, INC.)**

desiring to organize or qualify under the laws of the State of Florida, with
its principal place of business in the City of Miami, County of Miami-Dade,
State of Florida, has named:

FELIPE SIERRA

as its agent to accept service of process within the State of Florida, with
the registered address as:

**12343 SW 132ND Ct.,
Miami, Florida 33186**

ACKNOWLEDGMENTS

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE MENTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

DATED: THIS 6th day of December, 2001.


REGISTERED AGENT

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