

HD 1000120978

ARTICLES OF INCORPORATION

The Roig Group, Inc.

ARTICLE I - NAME

The name of this corporation is: The Roig Group, 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 - ADDRESS

The mailing address of the corporation is 901 Ponce de Leon Blvd. Suite 200, Coral Gables, Florida 33134

ARTICLE IV - PURPOSE

This 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 V - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of NO par value stock, which shall be designated "Common Stock"

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, 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 rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of this corporation is 901 Ponce de Leon Blvd. Suite 200 Coral Gables, Florida 33134 and the name of the initial registered agent of this corporation is Pedro V. Roig.

ARTICLE VIII - INITIAL BOARD OF DIRECTORSFILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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This corporation shall have one (1) director initially. The number of directors may be increased from time to time as provided in the bylaws but shall never be less than ONE.

The name and address of the initial director of this corporation is:

Pedro V. Roig

901 Ponce de Leon Blvd. Suite 200
Coral Gables, Florida 33134

ARTICLE IX - INDEMNIFICATION

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

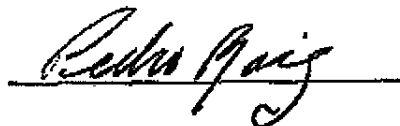
ARTICLE X - INCORPORATOR

The name and address of the person signing these articles is:

Pedro V. Roig

901 Ponce de Leon Blvd. Suite 200
Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned subscriber have executed these articles of incorporation this — day of December, 2001.



STATE OF FLORIDA)

: ss

COUNTY OF MIAMI-DADE)

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared PEDRO ROIG, known to me and known to me to be a person who executed the foregoing articles of incorporation, who has produced Florida Drivers License as identification and acknowledged before me that she executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and Country aforesaid, this _____ day of December, 2001.

Notary Public, State of Florida at Large

My commission expires:

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE
APPOINTMENT AS REGISTERED AND AGREE TO ACT IN THIS CAPACITY. I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES,
AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION
AS REGISTERED AGENT.


REGISTERED AGENT SIGNATURE

01 DEC 12 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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