

**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  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**FLORIDA PROFIT CORPORATION OR P.A.**

**1040 INVESTMENT, INC.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
1040 INVESTMENT, INC.

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TALLAHASSEE, FLORIDA

The undersigned hereby agrees to organize a corporation in accordance with Chapter 607, Florida Statutes (the Florida General Corporation Act) as follows:

ARTICLE I. NAME

The name of the corporation: 1040 INVESTMENT, INC.

ARTICLE II. CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual commencing upon filing of these Articles of Incorporation unless dissolved according to law.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business is to engage in any activity, business or enterprise permitted under the laws of the United State of America and the State of Florida.

ARTICLE IV. CAPITOL STOCK

The aggregate number of shares which the Corporation shall have authority to issued and have outstanding at any one time is One Thousand (1,000) shares of common stock, One (\$1.00) Dollar par value.

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of these stocks.

ARTICLE V. INITIAL OFFICE

The initial address of the principal office of the Corporation shall be 6405 N.W. 36 Street, Suite 117, Miami, FL 33166.

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Isabel V. Ferreiro  
6555 N.W. 36 Street, Suite 110  
Miami, Florida 33166  
2025 070 0000

#### ARTICLE VI. DIRECTORS

The number of directors constituting the initial board of directors shall be four (4). The number of directors may increased or decreased as provided by the Bylaws of the Corporation.

The name and address of the person who shall serve as the initial directors are:

|                |  |
|----------------|--|
| President      | Jorge Mesa<br>14045 S.W. 30 Street<br>Miami, FL 33175                |
| Vice-President | Juan C. Capote<br>6405 N.W. 36 Street, Suite 117<br>Miami, FL 33166  |
| Secretary      | Pedro M. Capote<br>6405 N.W. 36 Street, Suite 117<br>Miami, FL 33166 |
| Treasurer      | Richard Capote<br>6405 N.W. 36 Street, Suite 117<br>Miami, FL 33166  |

#### ARTICLE VIII. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Richard Capote  
6405 N.W. 36 Street, Suite 117  
Miami, FL 33166

#### ARTICLE VIII. REGISTER AGENT

The name and address of the initial Register Agent of the Corporation is:

Richard Capote  
6405 N.W. 36 Street, Suite 117  
Miami, FL 33166

The Board of Directors may, from time to time, move the registered Office of the Corporation to any other address in the State of Florida.

ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) of any or all the shares previously issued, and/or any new issue of stocks for cash of this corporation at the price which it is offered to others.

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the incorporator have signed these Articles of Incorporation this 26<sup>th</sup> day of December, 2001.

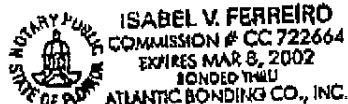
Richard Capote  
Richard Capote - Incorporator

STATE OF FLORIDA                     )  
   )    SS:  
COUNTY OF MIAMI-DADE            )

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of December, 2001, by Richard Capote, Incorporator of 1040 INVESTMENTS, INC., a Florida Corporation on behalf of the corporation. He has identified himself to me with a valid Florida Drivers License, number personally known to me and did take an oath.

WITNESS MY HAND and official seal, this 26<sup>th</sup> day of December, 2001.

Isabel V. Ferreiro  
Notary Public, State of Florida



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**CERTIFICATE DESIGNATING THE PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING THE RESIDENT AGENT UPON WHICH PROCESS MAY BE SERVED.**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

First: 1040 INVESTMENTS, INC., desiring to organize under the laws of the State of Florida with its principal office, as designated in the Articles of Incorporation at Miami-Dade County, Florida, has name Richard Capote of 6405 N.W. 36 Street, Suite 117, Miami, FL 33166 was its resident agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



Richard Capote - Resident Agent

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