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**LAW OFFICES OF LANCE ARMSTRONG**

*Professional Association*

1035 N.W. 11<sup>th</sup> Avenue, Miami, FL 33136-2611  
Telephone: (305) 547-2555 / Fax: (305) 545-8514

March 14, 2002

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Incorporation of Duyos & Rivera, Inc.**

Please find enclosed the Restated Articles of Incorporation of Duyos & Rivera, Inc., my check in the amount of \$45.00 for the fees and a certified copy of the Restated Articles of Incorporation.

Thank you for your cooperation in this matter. Should you have any questions or suggestions, please feel free to give me a call.

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-03/18/02--01033--007  
\*\*\*\*\*45.00 \*\*\*\*\*43.75

Sincerely Yours,



Lance Armstrong, Esq.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**RESTATED ARTICLES OF INCORPORATION**

**OF**

**DUYOS & RIVERA, Inc.**

THE UNDERSIGNED, acting as Incorporator of **Duyos & Rivera, Inc.**, in compliance with Chapter 607 and/ or under Chapter 621 of Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation shall be **Duyos & Rivera, Inc.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business / mailing address shall be **3898 SW 126<sup>th</sup> Court, Miami, Florida 33175.**

**ARTICLE III. PURPOSE**

3. The purpose of the corporation shall be to engage in trading and investment activities as provided for under the laws of the State of Florida and the United States of America.

**ARTICLE IV. SHARES**

4. The initial authorized capital stock of the corporation is:

**1000 shares at \$1.00 par value.**

Shares of the capital stock of this corporation shall be issued initially to the following persons, in the amounts set opposite their names:

**Oscar Duyos**

**500 Shares**

**Leonardo Rivera**

**500 Shares**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Shares held by the shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which those shares may be offered and sold shall be further specified by written agreement among all the shareholders and the Corporation.

#### **ARTICLE V. INITIAL DIRECTORS**

The initial Board of Directors shall be:

**Oscar Duyos  
3898 SW 126<sup>th</sup> Court  
Miami, Florida 33175**

**Leonardo Rivera  
13800 SW 8<sup>th</sup> Street,  
Suite 181  
Miami, Florida 33184**

#### **ARTICLE VI. REGISTERED AGENT**

The name of the initial Registered Agent in the State of Florida authorized to accept service of process on behalf of said corporation and his address shall be:

**Lance Armstrong, Esquire, 1035 N.W. 11th Avenue, Miami, Florida 33136.**

#### **ARTICLE VII. ADOPTION**

These Restated Articles of Incorporation were adopted by all the members of the Board of Directors and all the shareholders on the 12<sup>th</sup> day of March, 2002.

The name and address of the Director and Shareholder executing these Restated Articles of Incorporation is:

**Oscar Duyos**  
**3898 SW 126<sup>th</sup> Court**  
**Miami, Florida 33175**



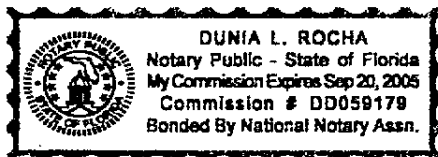
**Oscar Duyos**

DATED this 13 day of March, 2002.

STATE OF FLORIDA )  
COUNTY OF DADE ) SS

BEFORE ME, the undersigned authority, personally appeared Oscar Duyos who produced a Florida Driver's License as identification and who is a Director of Duyos and Rivera, Inc., who acknowledged before me that he did freely and voluntarily subscribe to the same for the uses and purposes therein described and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at in  
said County and State aforestated this 13<sup>th</sup> day of March, 2002.



*Dennis J. Recker*  
Notary Public, State of Florida

**REGISTERED AGENT CERTIFICATE**

Having been named as Registered Agent to accept service of process for the above named corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent 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.



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Lance Armstrong, Esquire