

**P02000043996**

Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**la heroica investments, inc.**

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**ARTICLES OF INCORPORATION  
OF  
LA HEROICA INVESTMENTS, Inc.**

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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I.**

**NAME**

The name of the Corporation is **LA HEROICA INVESTMENTS, Inc.**

**ARTICLE II.**

**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time the filing of the Articles of Incorporation by the Department of State.

**ARTICLE III.**

**PERMITTED ACTIVITY**

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Manfred Rosenow, Esq.  
LAW FIRM OF MANFRED ROSENOW, P.A.  
601 SW. 57<sup>th</sup> Avenue, Suite B  
Miami, Florida 33144  
Fla. Bar No. 0831638

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#### ARTICLE IV.

##### AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Hundred (100) of voting common stock with \$ 1.00 par value per share.

#### ARTICLE V.

##### PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any share of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instrument evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

#### ARTICLE VI.

##### PRINCIPAL OFFICE

The address of the principal office of the Corporation is 5670 N. W. 116 Ave. # 215, Miami Florida 33178.

#### ARTICLE VII.

##### REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 550 Westwood Lane, Weston Florida 33325. The initial registered agent at that address is EMILIO ANDRAUS.

## ARTICLE VIII.

### DIRECTOR AND OFFICERS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-laws.

The name and address of the first board of directors and officers who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME

Gabriel Andraus  
5670 N. W. 116 Ave. # 215  
Miami, Florida 33178

OFFICE

President/Secretary

Dominga Romero  
5670 N. W. 116 Ave. # 215  
Miami, Florida 33178

Vice-president/Treasurer

## ARTICLE IX.

### INCORPORATOR

The name and address of the Incorporator is: Manfred Rosenow, Esq,  
Law Firm of Manfred Rosenow, P.A. at 601 SW. 57<sup>th</sup> Avenue, Suite B. Miami,  
Florida 33144

## ARTICLE X.

### INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 19<sup>th</sup> day of April, 2002

Manfred Rosenow, Esq.

LAW FIRM OF MANFRED ROSENOW, P.A.

601 SW. 57<sup>th</sup> Ave. Suite B.

Miami, Florida 33144

By: \_\_\_\_\_

  
Manfred Rosenow, Esq.

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT IN THE STATE OF FLORIDA.

1 THE NAME OF THE CORPORATION IS:

LA HEROICA INVESTMENTS, Inc.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT IS:

Emilio Andraus  
550 Westwood Lane  
Weston, Florida 334

SIGNATURE

  
MANFRED ROSENOW, Esq.

TITLE: INCORPORATOR

DATE: April 19<sup>th</sup>, 2002

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION 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.

SIGNATURE

  
Emilio Andraus

DATE: April 19<sup>th</sup>, 2002

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