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#### Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Division of Corporations

Fax Number

: (850)205-0381

EFFECTIVE DATE

From:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

Phone

: (305)672-0686

Fax Number

: (305) 672-9110

#### FLORIDA PROFIT CORPORATION OR P.A.

RGV Investments Corp.

THE RESIDENCE OF THE PROPERTY	A THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER.
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#### ARTICLES OF INCORPORATION

#### Article I. Name

The name of this Florida corporation is: RGV Investments Corp.

#### Article II. Address

The Corporation's mailing address is: RGV Investments Corp. 1320 South Dixie Highway Suite 280 Coral Gables FL 33146

#### Article III. Registered Agent

The name and address of the Corporation's registered agent is: Raul J. Sanchez De Varona 1320 South Dixie Highway Suite 280 Coral Gables FL 33146

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#### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Rodrigo Gomez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Raul J. Sanchez De Varona I FL Bar Member 0844731 Raul J. Sanchez De Varona, P.A. 1320 South Dixie Highway Suite 280 Coral Gables FL 33146 305-667-7733

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#### Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value zero per share.

#### Article VI. Incorporator

The name and address of the incorporator is:

Raul J. Sanchez De Varona

Raul J. Sanchez De Varona, P.A.

1320 South Dixie Highway

Suite 280

Coral Gables FL 33146

#### Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on April 29, 2002.

The undersigned incorporator executed these Articles of Incorporation on April 30, 2002.

RAUL J. SANCHEZ DE VARONA

by R.A. Fernandez as attorney-in-fact

Raul J. Sanchez De Varona I FL Bar Member 0844731

Raul J. Sanchez De Varona, P.A.

1320 South Dixie Highway

Suite 280

Coral Gables FL 33146

305-667-7733

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### CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

#### **CORPORATION:**

RGV Investments Corp.

#### REGISTERED AGENT/OFFICE:

Raul J. Sanchez De Varona 1320 South Dixie Highway Suite 280 Coral Gables FL 33146

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

RAUL J. SANCHEZ DE VARONA by R.A. Fernandez as attorney-in-fact

Date: April 30, 2002

Raul J. Sanchez De Varona I FL Bar Member 0844731 Raul J. Sanchez De Varona, P.A. 1320 South Dixie Highway Suite 280 Coral Gables FL 33146 305-667-7733

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