

P02000059938

## Florida Department of State

Division of Corporations  
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Katherine Harris, Secretary of State

EFFECTIVE DATE

05-25-02

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To:  
Division of Corporations  
Fax Number : (850) 205-0381

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.

GUEMES Investments Corp.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

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## ARTICLES OF INCORPORATION

### Article I. Name

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

EFFECTIVE DATE

05-25-02

### Article II. Address

The Corporation's mailing address is:  
GUEMES Investments Corp.  
1300 Brickell Avenue  
Miami FL 33131

### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Juan Pablo Bayona  
1300 Brickell Avenue  
Miami FL 33131

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Juan Pablo Bayona

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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Jose A. Rodriguez, Esquire | FL Bar Member  
Jose A. Rodriguez, P.A.  
150 Alhambra Circle  
Suite 1270  
Coral Gables FL 33134  
305-445-6600

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

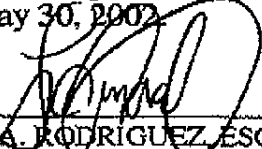
The name and address of the incorporator is:

Jose A. Rodriguez, Esquire  
Jose A. Rodriguez, P.A.  
150 Alhambra Circle  
Suite 1270  
Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 25, 2002.

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

  
\_\_\_\_\_  
JOSE A. RODRIGUEZ, ESQUIRE  
by F.E. Cammarata as attorney-in-fact

Jose A. Rodriguez, Esquire | FL Bar Member  
Jose A. Rodriguez, P.A.  
150 Alhambra Circle  
Suite 1270  
Coral Gables FL 33134  
305-445-6600

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

**GUEMES Investments Corp.**

**REGISTERED AGENT/OFFICE:**

**Juan Pablo Bayona  
1300 Brickell Avenue  
Miami FL 33131**

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.

  
\_\_\_\_\_  
**JUAN PABLO BAYONA**  
by F.E. Cammarata as attorney-in-fact

**Date: May 30, 2002**

**Jose A. Rodriguez, Esquire | FL Bar Member  
Jose A. Rodriguez, P.A.  
150 Alhambra Circle  
Suite 1270  
Coral Gables FL 33134  
305-445-6600**

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