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February 26, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re: Order #: 5795711 SO Customer Reference 1: Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

OSO Real Estate, Inc. (FL) Incorporation Florida

OSO Real Estate, Inc. (FL) Cert Copy of Articles of Inc Florida

Dimant your N.S.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

03 FEB 26 AM 9:04

SECRETARY OF STATE

### **ARTICLES OF INCORPORATION** OF TALLAHASSEE, FLORIDA **OSO REAL ESTATE, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

# Article I

The name of the corporation is OSO Real Estate, Inc., and its address is 801 Brickell

Avenue, Suite 1901, Miami, Florida 33131.

# Article II

The duration of the corporation shall be perpetual.

# Article III

The general purposes for which the corporation is organized are:

- (1)To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- (2)To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

# Article IV

### Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

### Article V

### **Registered Office and Agent**

The street address of the initial registered office of the corporation is 801 Brickell Avenue, Suite 1901, Miami, Florida 33131, and the name of the initial registered agent at such

# address is LORI SCHUMACHER, ESQ.

### Article VI

### **Directors**

The number of directors constituting the Board of Directors of the corporation shall be

determined in accordance with the By-Laws, but shall not be less than one. The number of

directors constituting the initial Board of Directors is one (1). The names and addresses of the

persons who are to serve as the members of the initial Board of Directors is:

Name:	Mr. Eduardo del Rivero
Address:	c/o SPENCER & KLEIN, P.A.
	801 Brickell Avenue, Suite 1901
	Miami, Florida 33131

### Article VII

### Incorporator

The name and address of the Incorporator is:

Lori Schumacher, Esq. c/o SPENCER & KLEIN, P.A. 801 Brickell Avenue, Suite 1901 Miami, Florida 33131

# Article VIII

# **Indemnification**

The corporation shall indemnify each director, officer, and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit, or proceeding in which he may be involved, by reason of his being or having been an officer, director, or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the  $\mathcal{Z}^{\mathcal{M}}$  day of February 2003. RI SCHUMACHER. ESO. Incorporator

# ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above corporation at the place designated in

the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity,

and agree to comply with the provisions of Florida law relative to keeping the registered office open.

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Lori Schumacher Registered Agent

FILED 03 FEB 26 AM 9: 04 SECRETARY OF STATE