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From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

XACA 1 PROPERTY, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 APR 24 PM 12:43

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ARTICLES OF INCORPORATION OF

XACA 1 PROPERTY, INC.

The undersigned Incorporator hereby forms a corporation under chapter 607 of the laws of the State of Florida.

ARTICLE I - Name and Address

The name of the Corporation shall be:

XACA 1 PROPERTY, INC.

The address of the initial principal office of this corporation shall be 6250 Granada Blvd., Coral Gables, FL 33146, and the mailing address shall be the same.

ARTICLE II - Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 per share par value.

ARTICLE IV - Registered Agent

The Street Address of the initial registered office of the corporation shall be 1575 SW 87 Avenue, Miami, FL 33174, and the name of the initial registered agent of the corporation at that address shall be Sergio A. Fleites.

ARTICLE V - Term of Existence

The corporation is to exist perpetually.

Prepared by:

Sergio A. Fleites, C.P.A.
1575 SW 87 Avenue
Miami, FL 33174
Ph (305) 446-3000

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ARTICLE VI – Officers and Directors

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors is elected or appointed is:

Francois Xavier Lopez
Francois Xavier Lopez
6250 Granada Blvd.
Coral Gables, FL 33146

President
Secretary

Claudine Letz Lopez
Claudine Letz Lopez
6250 Granada Blvd.
Coral Gables, FL 33146

Vice-President
Treasurer

ARTICLE VII – Incorporator:

The name and street address of the incorporator to these Articles of Incorporation is:

Sergio A. Fleites
1575 SW 87 Avenue
Miami, FL 33174

IN WITNESS THEREOF, the undersigned has hereunto set his hand, on this 23rd day of April, 2003.



Sergio A. Fleites
(Registered Agent)
(Incorporator)

Prepared by:
Sergio A. Fleites, C.P.A.
1575 SW 87 Avenue
Miami, FL 33174
Ph (305) 446-3000

ARTICLE VII - Code Section 1244 Stock

All stock issued by this corporation shall be deemed to be "small business stock" as defined by Internal Revenue Code Section 1244.

ARTICLE IX - Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation,



Sergio A. Fleites
(Registered Agent)

Prepared by:
Sergio A. Fleites, C.P.A.
1575 SW 87 Avenue
Miami, FL 33174
Ph (305) 446-3000

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First XACA 1 PROPERTY, INC.

Desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at the City of Miami, County of Miami-Dade, State of Florida has named Sergio A. Fleites, located at 1575 SW 87 Avenue, Miami, FL 33174, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Sergio A. Fleites
(Registered Agent)

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TALLAHASSEE, FLORIDA

Prepared by:

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