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

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)634-3694  
Fax Number : (305)633-9696

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FLORIDA PROFIT CORPORATION OR P.A.

THE PALM ESTATE, CORPORATION

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 05      |
| Estimated Charge      | \$78.75 |

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ARTICLES OF INCORPORATION  
OF  
THE PALM ESTATE, CORPORATION

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation.

ARTICLE I  
NAME

The name of this corporation shall be:

THE PALM ESTATE, CORPORATION

ARTICLE II  
GENERAL NATURE OF BUSINESS

The general nature of business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

- A. To conduct and operate any type of business or affairs authorized by the laws of the State of Florida and of the United States of America;
- B. Real Estate Development.

ARTICLE III  
CAPITAL STOCK

The capital stock of this corporation shall be 50 shares, having NO par value. All of said stock shall be payable in cash, equipment, property, real or personal, labor or service in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV  
CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be no less than \$500.00.

MANUEL J. MARI, ESQ.  
FLORIDA BAR NO. 302880  
250 BIRD ROAD SUITE 200  
CORAL GABLES, FLORIDA 33146  
TEL. (305) 444-9100

1 MANUEL J. MARI 220374

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**ARTICLE V**  
**CORPORATE EXISTENCE**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI**  
**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said corporation shall be at: 10250 Southwest 56<sup>th</sup> Street, Suite A-201, Miami, Florida 33165, with the privilege of having branch offices at other places within or without the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address.

**ARTICLE VII**  
**NUMBER OF DIRECTORS**

The number of directors of this corporation shall be not less than 1 and no more than 5. The number of directors may be increased or diminished, from time to time, by the by-laws adopted by the stockholders.

**ARTICLE VIII**  
**DIRECTORS**

The names and post office addresses of the First Board of Directors of this Corporation who shall hold office for the first year or until their successors are chosen, shall be:

| <u>NAME:</u>     | <u>ADDRESS:</u>   |
|------------------|---|
| Arnaldo Diaz     | 10250 SW 56 <sup>th</sup> Street, #A-201<br>Miami, FL 33165 |
| Jose Luis Sestin | 10250 SW 56 <sup>th</sup> Street, #A-201<br>Miami, FL 33165 |

**ARTICLE IX**  
**SUBSCRIBERS**

The names and addresses of the initial subscribers signing these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefor are:

| <u>NAME:</u>            | <u>ADDRESS:</u>  | <u>SHARES:</u> | <u>CONSIDERATION:</u> |
|-------------------------|--|----------------|-----------------------|
| Arnaldo Diaz            | 10250 SW 56 <sup>th</sup> Street, #A-201<br>Miami, FL 33176  | 15             | \$150.00              |
| Jose Luis Sesin         | 10250 SW 56 <sup>th</sup> Street, #A-201<br>Miami, Fl. 33165 | 12.5           | \$125.00              |
| The Palm Townhomes, LLC | 10250 SW 56 <sup>th</sup> Street, #A-201<br>Miami, Fl. 33165 | 22.5           | \$225.00              |

**ARTICLE X**  
**AMENDMENT OF ARTICLES**

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in the corporate by-laws, so long as same does not conflict with the Florida Statutes.

**ARTICLE XI**  
**REGISTERED AGENT**

The name and address of the initial registered agent of the corporation shall be:

Manuel J. Mari  
250 Bird Road, Suite 200  
Coral Gables, FL 33146

**ARTICLE XII**  
**OFFICERS**

The names and addresses of the officers who will serve until the first election of appointment under these Articles of Incorporation are:

| <u>NAME:</u>    | <u>ADDRESS:</u>  | <u>POSITION:</u> |
|-----------------|--|------------------|
| Arnaldo Diaz    | 10250 SW 56 <sup>th</sup> Street, #A-201<br>Miami, FL 33165  | President        |
| Jose Luis Sesin | 10250 SW 56 <sup>th</sup> Street, #A-201<br>Miami, Fl. 33165 | Vice-President   |

HUBBARD 14

IN WITNESS WHEREOF, WE the undersigned, being each of the original subscribers to the capital stock herein above named, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the stated are true, and do respectfully agree to take the number of shares herein above set forth, and hereunto set our hands and seal, this 24th of June, 2003.

The Polar-Touring, LLC

(SEAL) [Signature] Transing Member  
(SEAL) [Signature]  
(SEAL) [Signature]

STATE OF FLORIDA )  
 )SS.  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority, personally appeared ARNALDO DIAZ and JOSE LUIS SESIN, who is/are known to me to be the person(s) described in and who executed the foregoing Articles, acknowledged it to be the act and deed of the signer(s) respectively and respectfully, and stated that the facts and matter therein set forth are true and correct.

WITNESS my hand and my seal this 24th day of June, 2003.



Ofelia Vazquez  
Commission # DD 018167  
Expires May 29, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

[Signature]  
NOTARY PUBLIC  
State of Florida at Large  
My commission expires:

CONSENT OF RESIDENT AGENT

Having been named Resident Agent of this Corporation at the office designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the designation.

[Signature]  
Manuel J. Mari  
250 Bird Road, Suite 200  
Coral Gables, FL 33146  
Tel. (305) 444-9100

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