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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.

SCHOONER DEVELOPMENT OF MIAMI, INC.

Certificate of Status	1
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Page Count	04
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
SCHOONER DEVELOPMENT OF MIAMI, INC.

Article II. Address

The Corporation's mailing address is:
SCHOONER DEVELOPMENT OF MIAMI, INC.
c/o 501 Brickell Key Drive, Suite 400
Miami FL 33131

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
NS Corporate Services Inc.
501 Brickell Key Drive, Suite 400
Miami FL 33131

Article IV. Board of Directors

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

Thais Padron
Raimundo Lansberg
Ivan Jose Lansberg
Karen Rubio Padron

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.

Nelson Slosbergas | FL Bar Member 378887
Slosbergas, Fernandez & Hibbe, L.L.P.
501 Brickell Key Drive, Suite 400
Miami FL 33131
305-374-0030

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Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Nelson Slosbergas
Slosbergas, Fernandez & Hibbe, L.L.P.
501 Brickell Key Drive, Suite 400
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 6, 2003.

The undersigned incorporator executed these Articles of Incorporation on August 6, 2003.



NELSON SLOSBERGAS
by E.S. Davila as attorney-in-fact

Nelson Slosbergas | FL Bar Member 378887
Slosbergas, Fernandez & Hibbe, L.L.P.
501 Brickell Key Drive, Suite 400
Miami FL 33131
305-374-0030

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

SCHOONER DEVELOPMENT OF MIAMI, INC.

REGISTERED AGENT/OFFICE:

**NS Corporate Services Inc.
501 Brickell Key Drive, Suite 400
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.



**NS CORPORATE SERVICES INC.
by E.S. Davila as attorney-in-fact**

Date: August 6, 2003

**Nelson Slosbergas | FL Bar Member 378887
Slosbergas, Fernandez & Hibbe, L.L.P.
501 Brickell Key Drive, Suite 400
Miami FL 33131
305-374-0030**

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