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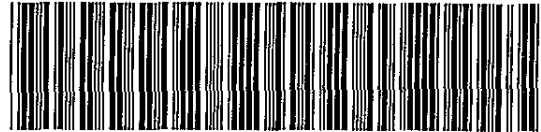
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



W03-30216  
9/10/11

**Laura de Oña, P.A.**

ATTORNEYS AT LAW

Laura de Oña, Esq.

75 Valencia Avenue  
Second Floor  
Coral Gables, FL 33134  
(305) 446-0640  
Facsimile: (305) 446-2570  
lauradeona@bellsouth.net

October 10, 2003

**SENT VIA FEDERAL EXPRESS**

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

RE: HOMENAJE DIARIO LAS AMERICAS, Inc.

Dear Sir/Madame:

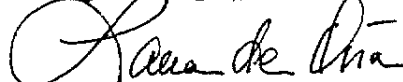
I am enclosing herewith an original and a copy of the Articles of Incorporation for the above-referenced corporation. I am also enclosing a check in the sum of \$122.50 which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Fee	<u>\$ 35.00</u>
	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,



Laura de Oña, Esq.

LdO/maw

enc.

ARTICLES OF INCORPORATION  
OF  
HOMENAJE DIARIO LAS AMERICAS, INC.

FILED  
03 OCT 13 PM:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be HOMENAJE DIARIO LAS AMERICAS, INC.

ARTICLE II

TERM

The corporation is to exist perpetually.

ARTICLE III

PURPOSE

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares of stock that the corporation is authorized to issue is one hundred (100) shares of common stock being the only stock authorized to be issued and having a par value of one (\$1.00) dollar per share.

## ARTICLE V

### REGISTERED AGENT

The name and address of the initial registered agent of this corporation is as follows: LAURA DE ONA, ESQ., 75 VALENCIA AVENUE, SECOND FLOOR, CORAL GABLES, FLORIDA 33134. The Board of Directors may from time to time move the registered office to any other address in the State of Florida or replace the Registered Agent.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

The business of the corporation shall be managed by a Board of Directors consisting of not less than three (3) nor more than fifteen (15) Directors. A quorum for the holding of a meeting of the Board of Directors and for the transaction of any business which will be properly done by the directors on behalf of the corporation shall consist of a majority of the members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an Executive Committee.

## ARTICLE VII

### INITIAL DIRECTORS

The names and addresses of the members of the initial Board of Directors who shall hold office for the first year of existence of

the corporation, or until their successors are elected or appointed and have qualified are:

NAME	TITLE	ADDRESS
VIRGILIO BEATO, M.D.	President	1647 SW 27th AVENUE MIAMI, FL 33145
RICARDO ARREGUI	Vice President	1470 CECILIA AVENUE CORAL GABLES, FL 33146
DIEGO R. SUAREZ	Treasurer	3690 NW 62nd STREET MIAMI, FL 33147
LAURA DE OÑA, ESQ.	Secretary	75 VALENCIA AVE 2nd FLOOR CORAL GABLES, FL 33134

#### ARTICLE VIII

##### INCORPORATORS

The name and post office addresses of the subscriber to the Articles of Incorporation, and the number of shares of stock that she agrees to take is as follows:

NAME	ADDRESS	NO. OF SHARES
LAURA DE OÑA, ESQ.	75 VALENCIA AVE., 2nd FLOOR CORAL GABLES, FL 33134	100

#### ARTICLE IX

##### EFFECTIVE DATE

The effective date for the commencement of the existence of this corporation shall be on the date of filing the Articles of Incorporation.

#### ARTICLE X

##### ACTION BY BOARD OF DIRECTORS

The Board of Directors will cause, immediately after the initial meeting, corporate bank accounts to be opened with the

signatory on such account to be the Treasurer of this corporation.

#### ARTICLE XI

##### AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation or any amendment hereto or any right conferred upon the shareholders as subject to this reservation.

#### ARTICLE XII

##### DIRECTORS AUTHORITY TO FIX COMPENSATION

The Directors shall have authority to fix compensation unless otherwise provided in the Articles of Incorporation or By-laws.

#### ARTICLE XIII

##### INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### ARTICLE XIV

##### PRINCIPAL OFFICE

The initial street address in the State of Florida of the principal office of this corporation is 75 VALENCIA AVENUE, SECOND FLOOR, CORAL GABLES, FLORIDA 33134. The corporation may change its principal office from time to time.

#### ARTICLE XV

This corporation shall indemnify any officer or director or

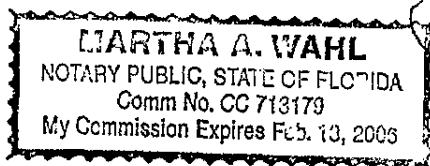
any former officer or director to the full extent permitted by law.

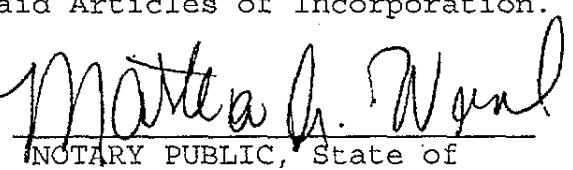
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida, this 10th day of October, 2003.

  
LAURA DE OÑA, ESQ.

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

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above named to take acknowledgments, personally appeared LAURA DE OÑA, ESQ., to me known to be the person described in and who executed the foregoing Articles of Incorporation as incorporator and acknowledged before me that she subscribed to said Articles of Incorporation.



  
NOTARY PUBLIC, State of  
Florida at Large

REGISTERED AGENT

In pursuance of Chapter 48.092, Florida Statutes, the following is submitted in compliance with said Act:

That HOMENAJE DIARIO LAS AMERICAS, 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 Coral Gables, County of

Miami-Dade, State of Florida, has named LAURA DE OÑA, ESQ., located at 75 VALENCIA AVENUE, SECOND FLOOR, CORAL GABLES, FLORIDA 33134, State of Florida, as its agent to accept service of process within the State.

  
\_\_\_\_\_  
LAURA DE OÑA, ESQ.

STATE OF FLORIDA                    )  
  SS  
COUNTY OF MIAMI-DADE         )

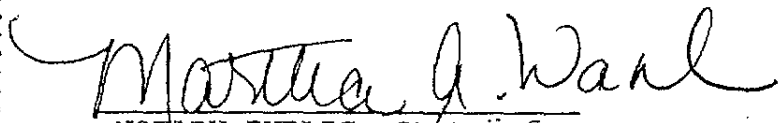
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SECRETARY OF ESTATE  
TALLAHASSEE, FLORIDA

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I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named, to take acknowledgments, personally appeared LAURA DE OÑA, ESQ., to me well known to be the person described in and who executed the foregoing Registered Agent Certificate and acknowledged before me that she subscribed to said Certificate.

WITNESS my hand and official seal in the County and State above named this 10<sup>th</sup> day of October, 2003.



  
\_\_\_\_\_  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires: