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Janet Avila

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Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

CONSTRUCTORA ELEBE, C.A. CORP.

Certificate of Status	0
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Page Count	06
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 1, 2003

EXPRESS CORPORATE FILING

SUBJECT: CONSTRUCTOR ELEBE CA CORP.
REF: W03000035771

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
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ARTICLES OF INCORPORATION
OF
Constructora Elebe, C.A. Corp.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

Article I

NAME

The name of the corporation is **Constructora Elebe, C.A. Corp.**
and the principal address shall be

1378 Coral Way 3rd floor
Miami, Florida 33178

Article II

DURATION

The Corporation shall exist perpetually. Corporate existence shall commence upon filing by The Department of State.

Article III

NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of The United States and under the Laws of The State of Florida.

Article IV

CAPITAL STOCK

- 1.- **Authorized Capital.** The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares of stock with One Dollar (\$1.00) par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.
- 2.- **Preemptive Rights:** Shareholders shall have no preemptive rights.
- 3.- **Cumulative voting:** Cumulative voting shall not be permitted.

Article V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:
1378 Coral Way 3rd Floor
Miami, Florida. 33178
and the name of the initial registered agent of this corporation at that address is
Roberto Quevedo
1378 Coral Way 3rd Floor
Miami, Florida 33178

Article VI

DIRECTOR

- 1.- **Number.** This corporation shall have one (1) Director initially. The number of directors may be increased from time to time by the by-laws, but shall never be less than one.
- 2.- **Initial Director.** The name and street address of the Director(s) of the corporation are:

Name	Address
Roberto Quevedo President/SEC	1378 Coral Way 3 rd Floor Miami, Florida. 33178
Mario Aurelio Lopez Director	1378 Coral Way 3 rd Floor Miami, Florida 33178

- 3.- **Compensation.** The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which such compensation shall be paid. Any Director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

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4. **Indemnification.** The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but The Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such by law is not subject to amendment or repeal by the director.

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Article VIII

INCORPORATOR

Roberto Quevedo
1378 Coral Way 3rd Floor
MIAMI, FL 33178

Article IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation and any right conferred upon the shareholders is subject this reservation.

IN WITNESS WHEREOF, The incorporator has executed these articles this 18th day
Of November 2003



Roberto Quevedo

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation
Organized under the laws of the State of Florida, submits the following statement in designating the
Registered office / registered agent, in the State Florida.

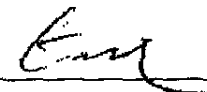
1.- The name of the corporation is:
Constructora Eiebe, C.A. Corp.

2.- The name & address of the registered agent and office is:

Roberto Quevedo
1378 Coral Way 3rd Floor
Miami, Florida 33178

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICES OF PROCESS FOR
THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN
THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR
WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

SIGNATURE



Roberto Quevedo
November 18, 2003

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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