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| CORPORATION NAME(S) & DOCUMENT | • · · · · · · · · · · · · · · · · · · · |
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CR2E031(9/92)

CERTIFICATE OF INCORPORATION

OF

JLA INTERNATIONAL INVESTMENT CORP.



I, the undersigned, do hereby associate myself together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE ONE

The name of the corporation shall be JLA INTERNATIONAL INVESTMENT CORP.

ARTICLE TWO

Initially the principal office of the corporation shall be located at 2623 NW 20th Street, Miami, FL 33142. Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE THREE

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

ARTICLE FOUR

The maximum number of shares of stock, which the corporation shall have outstanding at any time, shall be 1000 shares stock, which shall be common stock of \$1.00 par value per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FIVE

This Corporation shall begin business with a minimum capital of the amount of one thousand (\$1,000.00) dollars.

ARTICLE SIX

This Corporation shall have perpetual existence.

ARTICLE SEVEN

A Board of Directors, who need not be stockholders of the corporation, shall manage the business of the corporation. Originally there will be three directors. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meeting prescribed by the by-laws.

ARTICLE EIGHT

The names and post office addresses of the members of the First Board of Directors and officers who shall hold office the first year of existence of the corporation or until their successor are elected or appointed and have qualified are as follows:

Board of Directors

José Rodrigo Gómez 21050 Point PL Tower 3 Apt. #1503 Miami, FL 33180

Liliana Maria Gómez 21050 Point PL Tower 3 Apt. #1503 Miami, FL 33180

Anna Maria García 21050 Point PL Tower 3 Apt. #1503 Miami, FL 33180

Officers

Jose Rodrigo Gomez President: Vice-President: Liliana Maria Gomez Secretary:

Treasurer:

Anna Maria Garcia Jose Rodrigo Gomez

ARTICLE NINE

Jose Rodrigo Gomez 21050 Point PL Tower 3 Apt. #1503 Miami, FL 33180

ATICLE TEN

This corporation shall have full power to carry on and transact each or all of the business enumerated in Article Three of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE ELEVEN

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE TWELVE

Upon election of a Board of Directors by the stockholders such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this certificate otherwise provided by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Boar of Directors at or before the time of issuance thereof.

ARTICLE THIRTEEN

This corporation shall designate Jose Rodrigo Gomez, located at 21050 Point PL Tower 3 Apt. #1503, Miami, FL 33180 as its duly authorized registered agent to be in charge of the Corporate Registered Office as required by State Law.

ARTICLE FOURTEEN

The incorporator is Jose Rodrigo Gomez, located at 21050 Point PL Tower 3 Apt. #1503, Miami, FL 33180.

Miami, Florida, February 9th, 2004

lose Rodrigo Gomez

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

In pursuance of Chapter 607.0501 or 617.0501, Florida Statutes, the following is submitted, in compliance with act:

FIRST: That JLA INTERNATIONAL INVESTMENT CORP. 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 Jose Rodrigo Gomez whose offices at 21050 Point PL Tower 3 Apt. #1503, Miami, FL 33180, 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.

JOSE RODRIGO GOMEZ

MIAMI, FLORIDA, February

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