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SECRETARY OF STATE TALLAHASSEE, FLORIDA

1 Salziki

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 SUBJECT: FUNDACION DE ESMERALDAS CORP (Proposed corporate name - must include suffix) Enclosed is an original and one (1) copy of the articles of incorporation and a check for: **X** \$78.75 \$122.50 \$131.25 \$70.00 Filing Fee, Certified Copy Filing Fee Filing Fee Filing Fee & Certified Copy & Certificate & Certificate **Additional Copy Required** GDG TAY SERVICE CORP FROM: Name (printed or typed) 1082 5W 134 CT Address MIAMI FL 33184-1898 City, State & Zip 305- 223- 7250

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be FUNDACION DE ESMERALDAS CORP

ARTICLE II

DURATION

This corporation shall have a perpetual existence, unless dissolved according to Law.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue Five hundred (500) shares of One Dollar (1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 3050 S W 16 TERR

MIAMI Florida, 33145 , and the name of the initial registered agent of the corporation at that address is SANDRA CHAVEZ

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have (1) (ONE) directors (s) initially. The number of directors may be either increased of diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

SANDRA CHAVEZ President Vive President 3050 S W 16 TERR Miami, FL 33145

ARTICLE VII

INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative (including, one in the right of the corporation to procure a judgment in its favor) by reason of the fact that he or his testator or interstate, is or was a director, officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust, or other enterprise in any capacity, at the request of the corporation.

ARTICLE VIII INCORPORATED

The name and address of the person signing these articles is.

SANDRA CHAVEZ 3050 S W 16 TERR Miami, FL 33145

ARTICLE IV OFFICERS

The officers of the corporation shall be as follows:

SANDRA CHAVEZ

President Vice President

incorporation on this7day ofApril, 2004
Mudely
incorporation on this7day ofApril, 2004
,
STATE OF FLORIDA
COUNTY OF DADE
BEFORE ME, a notary public authorized to take acknowledgments in the
state and county set forth above personally appeared SANDRA CHAVEZ
known to me and known by me to be the person who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed those Articles of
Incorporation.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the state and county aforesaid this7 day of
April, 2004.
My commission expires: Successful Successfu

IS WITNESS WHERE OF, The undersigned subscriber has executed these Articles of

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

In pursuance of chapter 48.091 Florida Status, the following is submitted, in compliance with said Act:

First - That FUNDACION DE ESMERALDAS CORP

Desiring to organize under the laws of the State of Florida with its principal office, at

3050 S W 16 TERR City of Miami, FL 33145

County of Dade, State of Florida, has named SANDRA CHAVEZ

Located at 3050 S W 16 TERR City of Miami, FL 33145

County of Dade, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process of 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.

By: Judly

FILED