

Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2004 APR 22 A 9:46

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## FLORIDA PROFIT CORPORATION OR P.A.

fajaland, inc.

Certificate of Status	0
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Corporate Filing

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ARTICLES OF INCORPORATION  
OF  
FAJALAND, INC.

ARTICLE I

The name of this corporation shall be FAJALAND, INC.

ARTICLE II

The term of existence of the Corporation is perpetual, unless sooner dissolved according to law. The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be organized to transact, and to do such other things as are incidental, necessary or desirable in order to accomplish the same.

ARTICLE IV

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, having a One Dollar (\$1.00) par value per share; each share having identical rights and privileges in every respect.

ARTICLE V

The street address of the Corporation's principal office and mailing address is: 9555 N. Kendall Drive, Suite 200, Miami, Florida 33176.

ARTICLE VI

The name and street address of the initial registered agent and office is: Gabriel M. Sanchez, Esq. whose address is 9555 N. Kendall Drive, Suite 200, Miami, Florida 33176.

Prepared By:  
Gabriel M. Sanchez  
9555 N. Kendall Drive, Suite 200  
Miami, Florida 33176  
Tel: 305-595-4661  
FBN: 369810

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#### ARTICLE VII

The management and exercise of corporate powers is to be carried on by the shareholders of this Corporation, who will appoint the directors and officers of the Corporation as designated. Gabriel M. Sanchez, Esq. is the incorporator of this corporation.

#### ARTICLE VIII

The shareholders reserve the right to fix any compensation of an officer and/or agent named to carry on the business of the Corporation.

#### ARTICLE IX

The Corporation may indemnify and hold harmless any and all officer(s) to the full extent permitted by law.

#### ARTICLE X

The Corporation shall not have a Board of Directors as permitted by Section 607.0732 of the Florida Statutes.

Any action required or permitted to be taken by an officer or shareholders(s) under any provision of law shall bind the Corporation.

#### ARTICLE XI

The shareholders(s) of the Corporation shall adopt By-Laws for the government of this Corporation, which shall be subordinate only to the Certificate of Incorporation and the laws of the United States and the State of Florida. The power to adopt, alter, amend or repeal the By-Laws shall be vested in the shareholders(s) subject to the procedure set forth in the By-Laws.

#### ARTICLE XII

The shareholders(s) of the Corporation shall include in the By-Laws or enter into an agreement for, restrictions regarding the sale, transfer or other disposition of any of the outstanding or unissued stock of the Corporation by the shareholder(s).

#### ARTICLE XV

The shareholders(s) expressly reserve the right to dissent to any merger.


**ARTICLE XIV**

The name and address of the person signing the Articles of Incorporation is:

Gabriel M. Sanchez  
9555 N. Kendall Drive, Suite 200  
Miami, Florida 33176

IN WITNESS WHEREOF, these Articles of Incorporation have been executed on April

22, 2004.

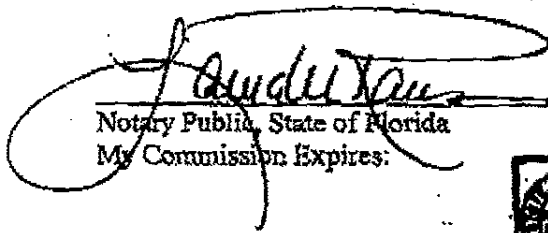
  
Gabriel M. Sanchez

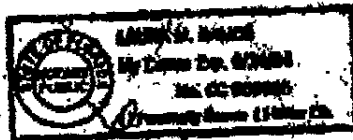
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared, GABRIEL M. SANCHEZ, who is personally known to me, and whom executed the foregoing Certificate of Incorporation of FAJALAND, INC., and he has acknowledged before me that they have executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me on April 22, 2004.

  
Notary Public, State of Florida  
My Commission Expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING  
THE AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That FAJALAND, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 9555 N. Kendall Drive, Suite 200, Miami, Florida 33176 in Dade County, Florida, has named, Gabriel M. Sanchez, Esq. located at 9555 North Kendall Drive, Suite #200, Miami, Florida 33176, as its Agent to accept service of process within Florida.

DATED: April 22, 2004.

FAJALAND, INC.

By: 

GABRIEL M. SANCHEZ

SECRETARY OF STATE  
JULIE A. GILBERT  
TALLAHASSEE, FLORIDA

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Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: April 22, 2004.

REGISTERED AGENT

By: 

Gabriel M. Sanchez  
9555 North Kendall Drive, Suite #200  
Miami, Florida 33176  
Tel.: (305) 595-4661  
Fax: (305) 595-7669

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