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PICK-UP WAIT MAIL
(Business Entity Name)
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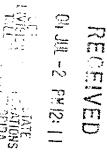
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Mail out Will wait Photocopy Certificate of Status	
NEW FILINGS AMENDMENTS	
Profit Amendment	
NonProfit Resignation of R.A., Officer/Director	
. Limited Liability Change of Registered Agent	
Domestication Dissolution/Withdrawal	
Other Merger	
OTHER FILINGS REGISTRATION/	
Annual Report	
Fictitious Name Foreign	
Name Reservation Limited Partnership Reinstatement	

Other

Examiner's Initials

CR2E031/9/92)

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SEC. STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation, providing for the formation, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation is:

SPANISH MEMORIES, INC.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized is "To engage in business for which the Corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate numbers of shares, which the corporation is authorized to issue, are 500. Such shares shall be of a single class (capital stock), shall be \$1.00 per share par value, and shall be known as Section 1244 Stock, such stock term is defined in the Internal Revenue Code.

ARTICLE V

The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of the State of Florida, the value of such property, labor or services to be determined by the Board of Directors.

ARTICLE VI

The amount of capital with which the corporation shall commence business shall be at least Five Hundred Dollars (\$500.00).

Five hundred shares issued and outstanding.

ARTICLE VII

The principal street address and the initial registered office of the corporation is:

830 Princeton Dr Clermont, Florida 34711

The initial Registered Agent at such address is:

Omayra Ortiz

ARTICLE VIII

The number of Director(s) constituting the initial Board of Director of the corporation is/are (2). The name and address of the person(s) who are to serve as members of the initial Board of Directors is/are:

Omayra Ortiz 830 Princeton Dr Clermont, FL 34711 President

Nelson Ortiz 830 Princeton Dr Clermont, FL 34711 Sec-Treasurer

ARTICLE IX

The names and addresses of each Incorporator of these Articles of Incorporation is/are as follows:

50%

Omayra Ortiz 830 Princeton Dr Clermont, FL 34711

Nelson Ortiz 50% 830 Princeton Dr Clermont, FL 34711

ARTICLE X

The corporation shall at all times have any corporate powers enumerated in the General Corporation Act of Florida.

EXECUTED by the undersigned at Miami, Miami-Dade County, Florida this 9th day of June, 2004.

(SEAL)

STATE OF FLORIDA

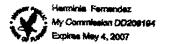
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Omayra Ortiz to me known to be the person(s) described in the foregoing Articles of Incorporation, and she signed the same for the purposes therein set forth.

WITNESS my hand and official seal this 9th day of June, 2004.

Notary Public

My commission expires:



Certificate designating place of business or domicile for the services of process within Florida, naming agent upon who process may be served.

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

First that SPANISH MEMORIES, INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 830 Princeton Dr. Clermont, FL 34711, has named Omayra Ortiz of 830 Princeton Dr., Clermont, FL 34711, as its agent to accept service of process within Florida.

SIGNATURE

TITLE Plesident

DATE 6-9-04

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.

SIGNATURE

DATE