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Florida Department of State  
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

401 CARLTON INVESTMENT INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

T. Burch JUN 15 2005

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ARTICLES OF INCORPORATION

OF

401 Carlton Investment Inc.

ARTICLE I  
NAME

The name of this corporation is: 401 Carlton Investment Inc.

ARTICLE II  
PRINCIPAL MAILING ADDRESS OF BUSINESS

The principal mailing address of business for this corporation is: 401 Carlton Investment Inc. 1500 San Remo Avenue, Suite 103, Coral Gables, FL.33146.

ARTICLE III  
DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV  
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V  
CAPITAL STOCK

This corporation is authorized to issue One Hundred 100 shares of \$1.00 par value common stock.

Prepared by: Pablo R. Bared, Esq., Bared and Assoc., PA  
1500 San Remo, #103, Coral Gables, FL. 33146  
Telephone (305)666-6010

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1500 San Remo Ave. #103 Coral Gables, Fl. 33146, and the name of the registered agent of this corporation is Bared and Assoc., PA.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director of this corporation is:

Director: Virginia Camargo  
1500 San Remo Ave, 103  
Coral Gables, FL. 33146

Director: Jose Benito la Cruz  
1500 San Remo Ave, 103  
Coral Gables, FL. 33146

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Pablo R. Bared, Esq., 1500 San Remo Ave., Suite 103, Coral Gables, Fl. 33146.

**ARTICLE IX**  
**BYLAWS**

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

Prepared by: Pablo R. Bared, Esq., Bar #739405 Bared and Assoc. PA  
1500 San Remo Ave., #103, Coral Gables Fl. 33146  
Telephone (305)666-6010

**ARTICLE X**

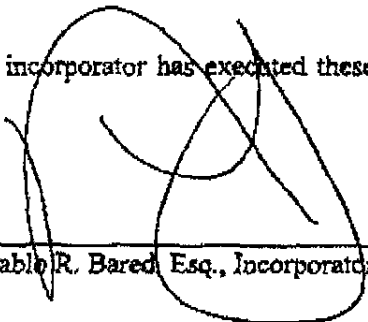
**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

**ARTICLE XI**  
**AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 14<sup>th</sup> day of June 2005.

  
\_\_\_\_\_  
Pablo R. Bared Esq., Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 14<sup>th</sup> day of June 2005.

  
NOTARY PUBLIC

My commission expires:

Prepared by:  
Pablo R. Bared, Esq. Bar #739405  
Bared and Assoc., PA  
1500 San Remo Avenue  
Suite 103  
Coral Gables, Fl. 33146  
Telephone (305)666-6010



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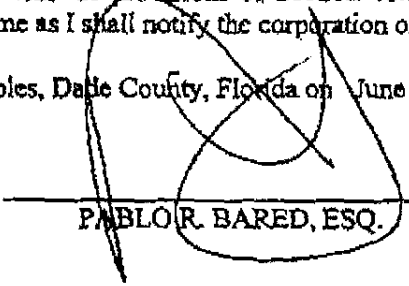
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**ACCEPTANCE OF REGISTERED AGENT**  
**FOR**  
**401 Carlton Investment Inc.**

Having been named to accept service of process for 401 Carlton Investment Inc., Pursuant to Article VI of the Articles of Incorporation Bared and Associates, PA, I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Coral Gables, Dade County, Florida on June 14, 2005

  
\_\_\_\_\_  
PABLO R. BARED, ESQ.

Prepared by:  
Pablo R. Bared, Esq. Bar #739405  
Bared and Assoc., PA  
1500 San Remo Ave.  
Suite 103  
Coral Gables, Fl. 33146  
Telephone (305)666-6010

Articles\

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