

**P05000140727**

Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**THE CASAL GROUP, INC.**

**D. WHITE OCT 17 2005**

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TO 27455#888060#1#9 P.02

FAX AUDIT NO. H05000244298 3

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2005 OCT 14 P 3:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**THE CASAL GROUP, INC.**

The undersigned, acting as incorporator of **THE CASAL GROUP, INC.**, pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is THE CASAL GROUP, INC.

**ARTICLE II. ADDRESS**

The principal office and mailing address of the corporation is:

5757 Blue Lagoon Drive  
Suite 145  
Miami, Florida 33122

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share.

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

The street address of the initial registered office of the corporation is 5757 Blue Lagoon Drive, Suite 145, Miami, Florida 33122, and the name of the corporation's initial registered agent at that address is Ernesto Casal.

**ARTICLE VII. INCORPORATOR**

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The name and street address of the incorporator is:

Jose A. Casal  
701 Brickell Avenue  
Suite 3000  
Miami, Florida 33131

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE VIII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.


**ARTICLE IX. DIRECTORS**

The name and address of the initial Director is:

Ernesto Casal  
5757 Blue Lagoon Drive  
Suite 145  
Miami, Florida 33122

The terms for which the directors shall serve, and the method by which the directors are to be elected, shall be stated in the bylaws.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 14<sup>th</sup> day of October, 2005.

  
\_\_\_\_\_  
Jose A. Casal, Incorporator

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TO 27455#888060#1#9 P.04

FAX AUDIT NO. H05000244298 3

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2005 OCT 14 P 3:59  
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED. TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That THE CASAL GROUP, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 5757 Blue Lagoon Drive, Suite 145, Miami, Florida 33122, has named Ernesto Casal, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and that it is familiar with, and accepts, the obligations of that position.



By: \_\_\_\_\_

Ernesto Casal

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