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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)203-0381

From:

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

**FLORIDA PROFIT CORPORATION OR P.A.**

**adrian development at baker, inc**

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF INCORPORATION  
OF  
ADRIAN DEVELOPMENT AT BAKER, INC**

**ARTICLE I - CORPORATE NAME**

The name of the corporation shall be:

ADRIAN DEVELOPMENT AT BAKER, INC

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION**

Its principal registered office in the State of FLORIDA is:

4000 PONCE DE LEON BLVD SUITE 770  
CORAL GABLES, FLORIDA 33134

Its mailing address is:

4000 PONCE DE LEON BLVD SUITE 770  
CORAL GABLES, FLORIDA 33134

**ARTICLE III - REGISTERED AGENT**

The name and address of its Registered Agent is:

HENRY A. LOPEZ-AGUIAR P.A.  
9415 SUNSET DRIVE SUITE 119  
MIAMI, FLORIDA 33173

**ARTICLE IV - NATURE OF BUSINESS AND POWERS**

The nature of the business or purpose to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of The State of FLORIDA.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at one time is ONE THOUSAND (1,000) shares of common stock having a par value of ONE CENT (\$.01) per share.

**ARTICLE VI - TERM OF EXISTENCE**

The existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

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**ARTICLE VII - INCORPORATOR**

The name and mailing address of the Incorporator is:

PEDRO J. ADRIAN  
4000 PONCE DE LEON BLVD SUITE 770  
CORAL GABLES, FLORIDA 33134

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

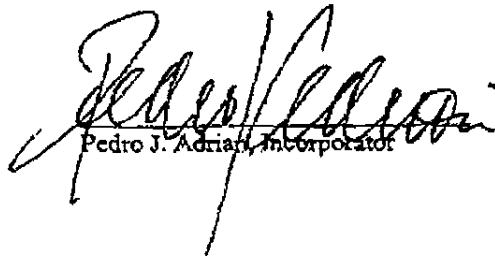
This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Directors of this Corporation is:

PEDRO J. ADRIAN  
4000 PONCE DE LEON BLVD SUITE 770  
CORAL GABLES, FLORIDA 33134

**ARTICLE IX - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

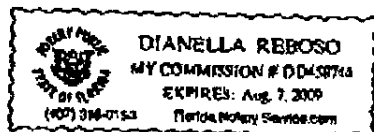
IN WITNESS WHEREOF, the undersigned, as the Incorporators, have executed the foregoing Articles of Incorporation this 21<sup>st</sup> day of November, 2005.

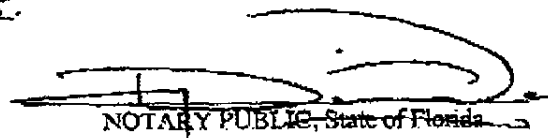
  
Pedro J. Adrian, Incorporator

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

BEFORE ME, a Notary Public, personally appeared PEDRO J. ADRIAN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation for the purpose therein expressed.

WITNESS my hand and official seal at Miami-Dade County, Florida, this 21<sup>st</sup> day of November, 2005.



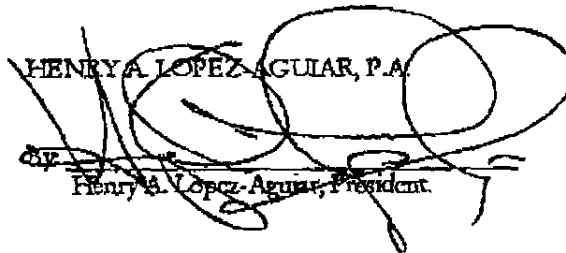
  
NOTARY PUBLIC, State of Florida

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**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of ADRIAN DEVELOPMENT AT BAKER, INC., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes, Section 607.325.

Dated this 21<sup>st</sup> day of Nov., 2005.

HENRY A. LOPEZ-AGUIAR, P.A.  
  
Henry A. Lopez-Aguilar, President

Document prepared by:  
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