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Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850)205-0381

From:  
Account Name : JTM SIERRA & ASSOCIATES  
Account Number : 110677000356  
Phone : (305)271-7310  
Fax Number : (305)271-4422

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

**CARLDIP MANAGEMENT CORP.**

Certificate of Status	0
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# ARTICLES OF INCORPORATION

- OF -

## CARLDIP MANAGEMENT CORP.

We the UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

### ARTICLE I

The name of this corporation shall be:

**CARLDIP MANAGEMENT CORP.**

### ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

### ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is ONE HUNDRED (100) shares of common stock, having a par value of ONE DOLLAR (\$1.00) PER SHARE.

### ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE HUNDRED (\$100.00) DOLLARS.

Prepared by:  
JIM SIERRA & ASSOCIATES  
3550 SW 87<sup>TH</sup> AVENUE  
MIAMI, FL 33165  
TEL. (305) 271-7310  
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**ARTICLE V**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI**

The initial street address of the principal office of the corporation shall be:

14561 SW 97<sup>TH</sup> ST.  
MIAMI, FL. 33186

**ARTICLE VII**

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

**ARTICLE VIII**

The name and street address of the member(s) of the first Board of Directors of this corporation is as follows:

CARLOS M. CRUZ  
Pres/Treas  
14561 SW 97<sup>TH</sup> St.  
Miami, FL 33186

DIVINIA A. CRUZ  
V/Pres  
14561 SW 97<sup>th</sup> St.  
Miami, FL 33186

PIERRE A. CRUZ  
Secretary  
14561 SW 97<sup>th</sup> St.  
Miami, FL 33186

**ARTICLE IX**

The name and street address of the person(s) signing these Articles of Incorporation as subscriber is as follows:

CARLOS M. CRUZ  
14561 SW 97<sup>TH</sup> ST.  
Miami, FL. 33186

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FROM : JIM SIERRA & ASSOC

FAX NO. : 305-271-4422

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**ARTICLE X**

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, CARLOS M. CRUZ, being natural person(s), competent to contract, has here unto set his/their hands and seal this 9th day of December 2005.

  
\_\_\_\_\_  
CARLOS M. CRUZ  
Pres/Treas

*Prepared by:*  
JIM SIERRA & ASSOCIATES  
5550 SW 87<sup>TH</sup> AVENUE  
MIAMI, FL 33165  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

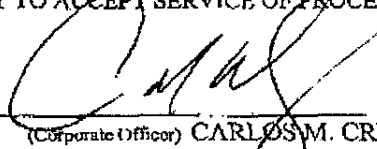
FIRST THAT: CARLDIP MANAGEMENT CORP.

WITH ITS PLACE OF BUSINESS AT: 14561 SW 97<sup>th</sup> ST. MIAMI, FL 33186

HAS NAMED CARLOS M. CRUZ  
(Name of Registered Agent)

LOCATED AT 14561 SW 97<sup>th</sup> ST. MIAMI, FL 33186  
(Street address and number of building -- PO Box address ARE NOT acceptable)

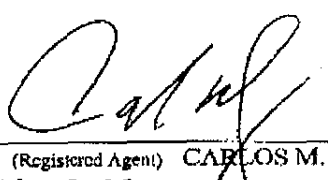
CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE   
(Corporate Officer) CARLOS M. CRUZ

TITLE: Pres/Treas

DATE: 12-09-05

I, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE   
(Registered Agent) CARLOS M. CRUZ

DATE: 12-09-05

Prepared by:  
JIM SIERRA & ASSOCIATES  
5350 SW 87<sup>th</sup> AVENUE  
MIAMI, FL 33165  
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