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### Florida Department of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)634-3694

Fax Number : (305)633-9696

### FLORIDA PROFIT/NON PROFIT CORPORATION

### JDA INVESTMENT PROPERTIES INC.

Certificate of Status	0
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#### ARTICLES OF INCORPORATION



OF

JDA Investment Properties Inc.

ARTICLE I

The name of this corporation is: JDA Investment Properties Inc.

ARTICLE II
PRINCIPAL MAILING ADDRESS OF BUSINESS

The principal mailing address of business for this corporation is: JDA Investment Properties Inc. 1500 San Remo Avenue, Suite 248, 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, #248, 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. #248 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 director 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:

Simon Cohen

1500 San Remo Ave, 248 Coral Gables, FL 33146

Director:

Iris Cohen

1500 San Remo Ave, 248 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 248, 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., #248, 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 21st day February of 2006.

Pablo R. Bared, Esq., Incorporator

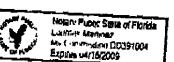
SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of

Florida at Large, on this 21st day of February 2006.

NOTARY PUBLIC

My commission expires:

Prepared by:
Pablo R. Bared, Esq. Bar #739405
Bared and Assoc., PA
1500 San Remo Avenue
Suite 248
Coral Gables, Fl. 33146
Telephone (305)666-6010





#### ACCEPTANCE OF REGISTERED AGENT FOR

JDA Investment Properties Inc.

Having been named to accept service of process for JDA Investment Properties Inc., Pursuant to Article VI of the Articles of Incorporation Bared & 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 February 21, 2006.

PABLY R. BARED, ESQ.

Prepared by:
Pablo R. Bared, Esq. Bar #739405
Bared and Assoc., PA
1500 San Remo Ave.
Suite 248
Coral Gables, Fl. 33146
Telephone (305)666-6010

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