

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 208-0381

From: Account Name : KRINZMAN HUSS & LUBETSKY
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10/20/06

Resubmitted
per attached
letter

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 OCT 20 AM 11:18

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FLORIDA PROFIT/NON PROFIT CORPORATION

NORTH AND SOUTH MANAGEMENT CORP.

Certificate of Status	0
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October 17, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

KRINZMAN HUSS & LUBETSKY

SUBJECT: NORTE AND SOUTE MANAGEMENT CORP.
REF: W06000045469

We have received your document for NORTE AND SOUTH MANAGEMENT CORP. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

An effective date may be added to the Articles of Incorporation if a 2007 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers
Document Specialist
New Filing Section

FAX Aud. #: H06000251840
Letter Number: 106A00061642

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**ARTICLES OF INCORPORATION
OF
NORTH AND SOUTH MANAGEMENT CORP.**

The undersigned, acting as incorporator of NORTH AND SOUTH MANAGEMENT CORP. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

NORTH AND SOUTH MANAGEMENT CORP.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

3039 Highway A1A
Melbourne Beach, Florida 32952

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence upon the filing of these Articles with the Office of the Secretary of State of Florida.

ARTICLE IV. PURPOSE

This 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 \$1.00 par value per share.

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3039 Highway A1A, Melbourne Beach, Florida 32952, and the name of the corporation's initial registered agent at that address is Rodolfo Triana.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time, as provided by the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Rodolfo Triana	3039 Highway A1A Melbourne Beach, Florida 32952

ARTICLE VIII. INITIAL OFFICERS

This corporation shall have as its initial officers the following:

<u>Name:</u>	<u>Title:</u>
Rodolfo Triana	President and Secretary

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Rodolfo Triana	3039 Highway A1A Melbourne Beach, Florida 32952

ARTICLE X. INDEMNIFICATION.

Every person who now is or hereafter shall be a Director or Officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him/her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he/she is or shall be made a party by reason of

his/her being or having been a Director or Officer of the corporation (whether or not he is a Director or Officer of the corporation at the time he/she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him/her) except in relation to matters as to which he/she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his/her duties as such Director or Officer. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

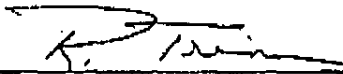
ARTICLE XI. BYLAWS

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 XII. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner prescribed by law, and all rights herein conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on this 9th day of October, 2006.



Rodolfo Triana, Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OR PROCESS WITHIN THE STATE OF FLORIDA
AND NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED**

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

That **NORTH AND SOUTH MANAGEMENT CORP.** desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at Miami-Dade County, State of Florida, has named Rodolfo Triana 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 am familiar with, and accept, the obligations of that position.

By: _____

Rodolfo Triana

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