

Division of Corporations

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Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

CARDENAS GROUP Limited Florida, Inc.

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Florida Dept of State



October 23, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RICARDO BAJANDAS, P.A.

SUBJECT: CARDENAS GROUP FLORIDA, INC.
REF: W06000046320

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L05000055039.

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.

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Valerie Herring
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ARTICLES OF INCORPORATION
OF
CARDENAS GROUP LIMITED FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is CARDENAS GROUP LIMITED FLORIDA, INC., (the "Corporation").

ARTICLE II

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE III

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, with a par value of \$1.00 per share.

ARTICLE IV

The address of the principal office of the Corporation, and its mailing address, is 1000 Brickell Avenue, St. 1020, Miami, Florida 33133.

ARTICLE V

The street address of the Corporation's initial registered office is 1000 Brickell Avenue, St. 1020, Miami, Florida 33131 and the name of the initial registered agent at such office is the law office of Villanueva, Bajandas & Liebegott, LLP.

Preparer:

Ricardo Bajandas, Esq.

Villanueva, Bajandas & Liebegott, LLP

1000 Brickell Ave, Suite 1020

Miami, Florida 33131

Ph. (305) 377-0809

FL BAR NO. 0987750

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ARTICLE VI

The Corporation shall indemnify, and advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director or officer of another corporation. Unless otherwise expressly prohibited by the Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an employee or agent of the Corporation, or is or was serving at the request of the Corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a director or officer of the Corporation, or any person who is or was serving at the request of the Corporation as a director or officer of another corporation, no employee or agent of the Corporation may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE VII

The name and address of the incorporator of the Corporation is Ricardo Bajandas, Villanueva, Bajandas & Liebegott, LLP, 1000 Brickell Ave, Suite 1020, Miami, Florida 33131.

ARTICLE VIII

The following shall be the initial officers of the Corporation:

President – Hector Ricardo Andrelo

Secretary – Ricardo Bajandas

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the 24th day of October, 2006.



Ricardo Bajandas, Esq.
Incorporator

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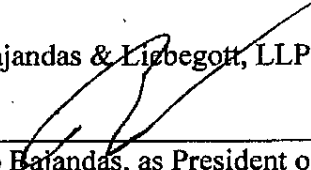
ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for CARDENAS GROUP LIMITED FLORIDA, INC., at the place designated in the articles of incorporation: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated as of the 24th day of October, 2006.

Villanueva, Bajandas & Liebegott, LLP

BY:


Ricardo Bajandas, as President of
Ricardo Bajandas, P.A., Partner

Dated as of the 24th day of October, 2006.

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