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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : AGI REGISTERED AGENTS, INC.
Account Number : I20000000205
Phone : (305) 416-6800
Fax Number : (305) 416-6811

FLORIDA PROFIT/NON PROFIT CORPORATION

Epic Unit 3403, Inc.

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

EPIC UNIT 3403, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is EPIC UNIT 3403, INC. (the "Corporation").

PRINCIPAL ADDRESS

The principal address of the Corporation is c/o 1000 Brickell Avenue, Suite 300, Miami, Florida 33131.

The mailing address of the Corporation is c/o 1000 Brickell Avenue, Suite 300, Miami, Florida 33131.

ARTICLE II

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 1000 Brickell Avenue, Suite 300, Miami, Florida 33131, and the name of the initial registered agent of the Corporation at such address is AGI Registered Agents, Inc.

ADAMS

GALLINAR
Professional Association

1000 BRICKELL AVENUE * SUITE 300 * MIAMI, FLORIDA 33131
TELEPHONE 305.416.6800 * FACSIMILE 305.416.6811

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ARTICLE III

DURATION

The duration of the Corporation is perpetual.

ARTICLE IV

PURPOSES

The general purposes for which the Corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE V

POWERS OF THE CORPORATION

The Corporation shall have the same powers, construed as broadly as possible, of an individual to do all things necessary and convenient to carry out its purposes, business and affairs, subject to any limitations imposed by applicable law or these Articles of Incorporation.

ARTICLE VI

AUTHORIZED SHARES

The aggregate number of shares which the Corporation is authorized to issue and have outstanding at any time is **ONE HUNDRED (100)** shares of common stock. Such shares shall be of a single class, and shall have a par value of **One Dollar (\$1.00)** per share. The foregoing may be amended at any time as provided in the Bylaws of the Corporation and by applicable law.

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Notwithstanding anything in these Articles of Incorporation to the contrary, any and all rights of the owners of the shares of stock of this Corporation may be subject to a Shareholders' Agreement governing the rights and powers of the shareholders of the Corporation and the transferability of the shares of stock of the Corporation. A copy of the Shareholders' Agreement, if any, shall be kept on file by the Secretary of the Corporation.

REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed to in writing by the

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BYLAWS

ARTICLE IX

DIRECTORS

Felipe Eduardo Vaca Kelethoff 1000 Brickell Avenue, Suite 300
Miami, Florida 33131

TELEPHONE 305.416.6800 *FACSIMILE 305.416.6811

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The officers of the Corporation shall be elected, appointed and removed from office by a majority of the Directors or as otherwise specified in the By-Laws of the Corporation. The following person(s) shall serve as the initial officer(s) of the Corporation and shall hold the position/office designated beside his or her name until his or her resignation or until a successor is duly elected and appointed:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Ivan Vaca	1000 Brickell Avenue, Suite 300 Miami, Florida 33131
Vice President Secretary Treasurer	Ivan Alejandro Vaca Kalethoff	1000 Brickell Avenue, Suite 300 Miami, Florida 33131
Vice President Vice Secretary Vice Treasurer	Adela Maria Barquero	1000 Brickell Avenue, Suite 300 Miami, Florida 33131
Vice President Vice Secretary Vice Treasurer	Felipe Eduardo Vaca Kelethoff	1000 Brickell Avenue, Suite 300 Miami, Florida 33131

ARTICLE X

EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI

AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any

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provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation. In the event of a conflict between the terms and conditions of these Articles of Incorporation and the Bylaws of the Corporation, the terms and conditions of these Articles of Incorporation shall control.

ARTICLE XII

INCORPORATOR

The name and address of the incorporator of the Corporation is:

AGI Registered Agents, Inc.
1000 Brickell Avenue, Suite 300
Miami, Florida 33131

ARTICLE XIII

INDEMNIFICATION

The Corporation shall indemnify each director, officer, incorporator and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been a director, officer, incorporator or shareholder of the Corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned, on the 21st day of January, 2009.

AGI REGISTERED AGENTS, INC.

By: 

Robert R. Adams, President

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ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above Corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

AGI REGISTERED AGENTS, INC.

By:

Robert R. Adams, President

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