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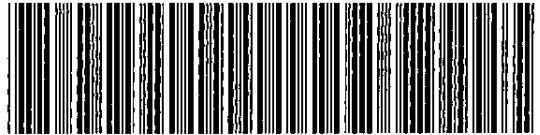
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TALLAHASSEE FLORIDA

MRD
6/3

LAW OFFICES
IVAN A. GOMEZ. P.A.

COURVOISIER CENTRE II
601 BRICKELL KEY DRIVE • SUITE 507
MIAMI, FLORIDA 33131-2623
(305) 371-9213
TELECOPIER (305) 358-4658

IVAN A. GOMEZ
BOARD CERTIFIED TAX ATTORNEY

May 28, 2009

FEDERAL EXPRESS#8626 8615 8592

Corporate Records Bureau
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: 11377 Holdings, Inc.

Dear Sir/Madam:

We are enclosing herewith an original and one copy of the Articles of Incorporation for the above-referenced Corporation. In addition, a check in the sum of \$78.75 is enclosed for the following fees:

Filing fee	\$35.00
Certified Copy	\$ 8.75
Registered Agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this certified copy to me, we have enclosed a Federal Express return envelope.

Your prompt attention to this matter is appreciated.

Very truly yours,



Ivan A. Gomez

IAG/yr
F:\11377 Holdings-Inc\Filing.L Inc wpd
Enclosures

**ARTICLES OF INCORPORATION
OF
11377 HOLDINGS, INC.
a Florida Corporation**

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TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation"), under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I
NAME**

The name of the Corporation is 11377 HOLDINGS, INC.

**ARTICLE II
OFFICE AND MAILING ADDRESS**

The initial principal office of the Corporation is located at corporate 11377 Southwest 85th Lane, Miami, Florida 33173, and the mailing address of the Corporation is c/o Ivan A. Gomez, P.A., 601 Brickell Key Drive, Suite 507, Miami, Florida 33131.

**ARTICLE III
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE V
CAPITAL STOCK**

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 601 Brickell Key Drive, Suite 507, Miami, Florida 33131, and the name of the initial Registered Agent of the Corporation at that address is IAG CORPORATE SERVICES, INC.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The names and address of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Alvaro Manotas	11377 Southwest 85th Lane Miami, Florida 33173
Mery De Manotas	11377 Southwest 85th Lane Miami, Florida 33173

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Ivan A. Gomez, P.A.	601 Brickell Key Drive Suite 507 Miami, Florida 33131

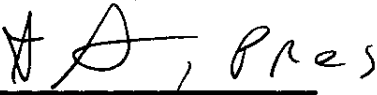
ARTICLE IX
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the

shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this ____ day of MAY 25, 2009.

IVAN A. GOMEZ, P.A.

By: 
Ivan A. Gomez, President
Incorporator

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TALLAHASSEE FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of 11377
HOLDINGS, INC., as made in the foregoing Articles of Incorporation.

IAG CORPORATE SERVICES, INC.

Date:

5/29/09

By:

IAG, Pres
Ivan A. Gomez, President