Florida Department of State

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Division of Corporations

: (850)617-6381 Fax Number

From:

: JORGE L. GURIAN P.A. Account Name

Account Number : I20010000123 : (305)279-4101 Phone Fax Number : (305)279-1489

FLORIDA PROFIT/NON PROFIT CORPOR

JADE BEACH 3905 CORP.

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ARTICLES OF INCORPORATION OF JADE BEACH 3905 CORP.

Pursuant to Chapter 607 of the Florida Business Corporation Act, for the purpose of forming a corporation, the undersigned incorporator hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: JADE BEACH 3905 CORP.

ARTICLE II

The mailing address and principal place of business of this corporation shall be: <u>2665 S. Bayshore</u> <u>Drive , Suite 906 Coconut Grove , FL 33133</u>

ARTICLE III

The corporation is authorized to issue one class of stock, that being 100,000 shares of Voting Common Stock with \$1 per value. The transfer of these shares will be governed by the by laws of the corporation.

ARTICLE IV

The name and address of the corporation's initial registered agent is:

Jorge Gurian 2665 S. Bayshore Drive Suite 906 Coconut Grove, Florida 33133



ARTICLE V

The corporation will be authorized to undertake any legal and valid business purpose as recognized under the laws of the State of Florida.

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ARTICLE VI

The name and street address of the incorporator of these Articles of Incorporation is:

Jorge Gurian 2665 S. Bayshore Drive Suite 906 Coconut Grove, FL 33133

ARTICLE VII

The names and addresses of the initial directors the corporation is as follows:

Carlos H Romero Roa & Clara M Cajamarca Rodriguez.

2665 S. Bayshore Drive.

Suite 906

Coconut Grove, FL 33133

ARTICLE VIII

The names and addresses of the initial officers of the corporation is as follows:

Carlos H Remero Roa Clara M Cajamarca Rodriguez.
President Secretary

2665 S. Bayshore Drive 2665 S. Bayshore Drive

Suite 906 Suite 906

Coconut Grove, Fl 33133 Coconut Grove, Fl 33133

ARTICLE IX

No Director shall be held liable to the corporation or its shareholders for its monetary damages due to a breach of fiduciary duty, unless the breach is a result of intentional misconduct, self dealing or illegal actions.

That the undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

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The undersigned incorporator, Jorge Gurian, has executed these Articles of Incorporation on this

02rd day of November, 2009.

JORGE GURIAN INCORPORATOR

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND A REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: JADE BEACH 3905 CORP.
- 2. The name and the Florida street address of the initial registered agent is:

Jorge Gurian 2665 S. Bayshore Drive, Suite 906 Coconut Grove, Florida 33133

Having been named as registered agent and to accept service of process for JADE BEACH 3905 CORP. at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

JORGE GURIAN

NSSE,

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