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FLORIDA PROFIT/NON PROFIT CORPORATION
CARLTON 12D CORP.

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ARTICLES OF INCORPORATION

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OF

**Carlton 12D Corp.,
ARTICLE I
NAME**

The name of this corporation is: **Carlton 12D Corp.,**

**ARTICLE II
PRINCIPAL MAILING ADDRESS OF BUSINESS**

The principal mailing address of business for this corporation is: **Carlton 12D Corp., 2950 SW 27th Avenue, Suite 100, Miami, FL 33133.**

**ARTICLE III
DURATION**

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

**ARTICLE IV
PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE V
CAPITAL STOCK**

This corporation is authorized to issue One Hundred 100 shares of \$1.00 par value common stock.

Prepared by: **Pablo R. Bared, Esq., Bared & Associates, P.A.
2950 SW 27th Ave., #100, Miami, FL 33133
Telephone (305)666-6010**

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ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2950 SW 27th Avenue, Suite 100, Miami, FL. 33133, and the name of the registered agent of this corporation is Bared & Associates, P.A.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director of this corporation is:

Director: Juan Pablo Carranza
2950 SW 27 Ave., Suite 100
Miami, FL. 33133

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Pablo R. Bared, Esq., 2950 SW 27th Avenue, Suite 100, Miami, FL. 33133.

ARTICLE IX
BYLAWS

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

Prepared by: Pablo R. Bared, Esq., Bar #739405 Bared & Associates, P.A.
2950 SW 27th Ave., #100, Miami, FL. 33133
Telephone (305)666-6010

**ARTICLE X
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

**ARTICLE XI
AMENDMENT**


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 18th day of January 2011.



Pablo R. Bared, Esq., Incorporator

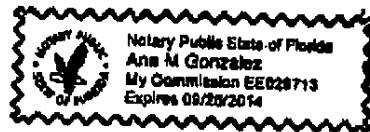
SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 18th day of January 2011.



NOTARY PUBLIC

My commission expires:

Prepared by:
Pablo R. Bared, Esq. Bar #739405
Bared & Associates, P.A.
2950 SW 27th Ave., #100, Miami, Fl. 33133
Telephone (305)666-6010



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ACCEPTANCE OF REGISTERED AGENT

FOR

Carlton 12D Corp.,

Having been named to accept service of process for Carlton 12D Corp., Pursuant to Article VI of the Articles of Incorporation Bared & Associates, P.A., I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Coral Gables, Dade County, Florida on January 18, 2011.



PABLO R. BARED, ESQ.

Prepared by:

Pablo R. Bared, Esq. Bar #739405

Bared & Associates, P.A.

2950 SW 27th Ave., #100, Miami, Fl. 33133

Telephone (305)666-6010

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