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05 CARLTON FIELDS

P. 001

Division of Corporations

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Email Address: Clara.Bullrich@gplata.com

FLORIDA PROFIT/NON PROFIT CORPORATION
TWENTYTWO BLACK CORPORATION

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
TWENTYTWO BLACK CORPORATION**

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Twentytwo Black Corporation. Its principal office address and business mailing address is 1111 Brickell Avenue, 28th Floor, Miami, Florida 33131, Attention: Clara Bullrich.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V – BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The names and addresses of the directors constituting the initial Board of Directors are:

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<u>Name</u>	<u>Address</u>
Clara Bullrich	1111 Brickell Avenue 28th Floor Miami, Florida 33131
Josue Lain Velilla	1111 Brickell Avenue 28th Floor Miami, Florida 33131

**ARTICLE VI- INITIAL
REGISTERED OFFICE AND AGENT**

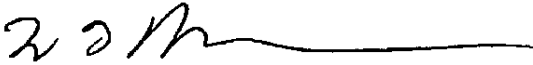
The street address of the initial registered office of this Corporation shall be 4221 W. Boy Scout Boulevard, 10th Floor, Tampa, Florida 33607-5736, and the initial registered agent of this corporation at such office shall be CFRA, LLC, a Florida limited liability company, who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII- INCORPORATOR

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

<u>Name</u>	<u>Address</u>
William D. Rohrer, Esq.	100 SE Second Street Suite 4200 Miami, Florida 33131

Dated: February 17, 2011



William D. Rohrer, Esq., Incorporator


ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 17th day of February, 2011.

Registered Agent:

CFRA, LLC

By: 
William D. Rohrer, Esq., Authorized Agent

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