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# FLORIDA PROFIT/NON PROFIT CORPORATION CASHI INVESTMENTS, INC.

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#### Transmittal Cover Sheet

From:

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Debra Palmisano

305.789.5357

palmisanod@gtlaw.com

To:	Fax No:	Company:	Phone No.:	•
Florida Department of State	18506176381	Division of Corporations		•

File No.: 113915.010100

Re: Cashi Investments, Inc.

Date: 3/25/11 2:47 PM

No. Pages: Including Cover Sheet 5

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Notes: Attached please find the articles of incorporation for the above corporation. Please send certified

copy as soon as available. Many thanks.

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone collect and return the original message to us at the address below via the U.S. Postal Service. We will reimburse you for your postage. Thank you.

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#### ARTICLES OF INCORPORATION

OF

## CASHI INVESTMENTS, INC.

#### ARTICLE I

The name of this corporation is CASIII INVESTMENTS, INC. (the "Corporation")

#### ARTICLE II

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act").

#### ARTICLE III

The address of the principal office and the mailing address of the office of the Corporation is 777 Brickell Avenue, Stc. 950, Miami, FL 33131.

# **ARTICLE IV**

The Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

### ARTICLE V

The street address of the Corporation's initial registered office is 777 Brickell Avenue, Ste. 950, Miami, FL 33131, and the name of its initial registered agent at such office is IFO Registered Agents, LLC.

#### <u>ARTICLE VI</u>

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, who will serve as the Corporation's director until a successor has been duly elected and qualified.

#### ARTICLE VII

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

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The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

# ARTICLE VIII

The name of the Incorporator is Debra Palmisano, and the address of the Incorporator is c/o Greenberg Traurig, P.A., 333 Avenue of the Americas, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 25th day of March, 2011.

Debra Palmisano Incorporator

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#### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Cashi Investments, Inc. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607,0505.

. [FO Registered Agents, LLC

Name: Daniel Cababie

Title: Manager

Dated: March 25, 2011.

FILED

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