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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 19 2011

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

HF3, INC

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

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ARTICLES OF INCORPORATION
OF HF 3, INC.

ARTICLE I-NAME

The name of this Corporation is HF 3, Inc.

ARTICLE II-DURATION

The Corporation shall have perpetual existence commencing on the date of filing:

ARTICLE III-PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and the state of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 777 Brickell Ave. Suite 1010 Miami, FL 33131. The initial resident agent of this Corporation is: Frank R. S. Fabre, Esq., 2310 Country Club Prado Coral Gables, FL 33134.

ARTICLE VI-INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have seven directors initially. The number of Directors may be increased or diminished from time to time as provided in the bylaws, but shall never be less than (7). The name of the initial Direct and officer, with addresses at the principal office of this Corporation, are:

Victor Henriquez	President and Director
Raul Henriquez	Executive Vice President and Director
Luis Fernando Henriquez	Vice President and Director
Mario Henriquez	Vice President and Director
Anabel Henriquez de Terran	Vice President and Director
Sylvia Henriquez Escalante	Vice President and Director
Cristina Henriquez	Vice President and Director
Frank RS Fabre	Secretary

Any Director or Officer may be removed by the favorable vote of Eighty percent (80%) of the outstanding common shares, entitled to vote.

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ARTICLE VII-BY-LAWS

The bylaws of this Corporation may be adopted, amended or replaced by either a favorable vote of Eighty percent (80%) of the outstanding common shares or by the favorable vote of five (5) Directors.

ARTICLE VIII-INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE X-INCORPORATION

The name and address of the person signing these Articles is: Frank RS Fabre, 2310 Country Club Prado Coral Gables, FL 33134.

ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the Stockholders is subject to this reservation, provided that such action is taken either with the favorable vote of Eighty percent (80%) of the outstanding common shares or by the favorable vote of Five (5) Directors.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15 of April 2011.



Frank RS Fabre

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES. DATED THIS 15 OF APRIL 2011



Frank RS Fabre, Registered Agent

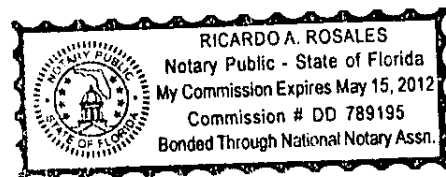
STATE OF FLORIDA
COUNTY OF DADE

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Frank R. S. Fabre, to me known to be the person who, as incorporator, executed and foregoing Articles of Incorporation of HF 3 , Inc. and he acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15 day of April 2011.


Notary Public, State of Florida

My Commission Expires: May 15, 2011



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