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**LAW AND MEDIATION OFFICES OF  
MINERVINO RODRIGUEZ, JR.**

300 Sevilla Avenue ~ Suite 301  
Coral Gables, Florida 33134  
Telephone 305.461.5667 ~ Facsimile 305.649.7670  
MRJ@FloridaLegalSolutions.com

**Minervino Rodriguez, Jr., Esq.**  
*Supreme Court Certified Civil & Family Mediator*

Marcia Mendez-Rodriguez, Paralegal  
[MarciaMRJLaw@aol.com](mailto:MarciaMRJLaw@aol.com)  
Natacha Goyanes-González, Legal Assistant  
[Natacha@FloridaLegalSolutions.com](mailto:Natacha@FloridaLegalSolutions.com)  
Miriam Santana, Legal Assistant  
[Miriam@FloridaLegalSolutions.com](mailto:Miriam@FloridaLegalSolutions.com)

Affiliated Counsel:  
Julio C. Alonso, Esq.  
Margaret P. Aguilera, Esq.  
Gail L. Grossman, Esq.  
Langstandt Pauly Chartered  
Gladys Aguero, Esq.

April 28, 2011

Florida Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

**RE: ACR Ventures, Inc. - Articles of Incorporation**

Dear Sir or Madame:

Enclosed please find the Articles of Incorporation for the above-referenced corporation and our check for \$78.75 to cover the filing fee (\$35), registered agent designation fee (\$35) and the cost of a certified copy (\$8.75) to be returned to us by mail.

Sincerely,



Minervino Rodriguez, Jr., Esq.

Enclosures: Articles of Incorporation  
Law Firm Check for the Filing Fees

Copy to Alejandro A. Bienes & Claudio Araujo (via email)

**ARTICLES OF INCORPORATION  
OF  
ACR VENTURES, INC.**

The undersigned, Alejandro A. Bienes and Claudio Araujo, being all of the incorporators and subscribers, for the purpose of forming a corporation under the Florida Business Corporate Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation shall be ACR VENTURES, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 6187 NW 167<sup>th</sup> Street, Suite H40, Miami, Florida 33015.

**ARTICLE III - DURATION**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall begin on the date of the filing of these Articles.

**ARTICLE IV - PURPOSE**

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE V - CAPITAL STOCK**

5.1 The number of shares of stock this corporation is authorized to have outstanding at any one time is Two Hundred (200) shares, which may be fractional. The stock shall be known as common stock and shall have a \$ 0.01 par value per share.

5.2 Subject to compliance with the terms and conditions of capital stock purchase requirements, the initial shareholders and their percentage interest shall be as follows:

<u>NAME OF INITIAL SHAREHOLDERS</u>	<u>PERCENTAGE INTEREST</u>
Alejandro A. Bienes	50
Claudio Araujo	50

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

The Initial Registered Agent shall be Alejandro A. Bienes and the address of the Initial Registered Agent is 6187 NW 167<sup>th</sup> Street, Suite H40, Miami, Florida 33015.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The corporation shall have TWO (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The name and address of the Initial Directors is as follows:

<u>NAME OF INITIAL DIRECTOR</u>	<u>ADDRESS OF INITIAL DIRECTOR</u>
Alejandro A. Bienes	6187 NW 167 <sup>th</sup> Street, Suite H40, Miami, Florida 33015
Claudio Araujo	6187 NW 167 <sup>th</sup> Street, Suite H40, Miami, Florida 33015

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**ARTICLE VIII - INITIAL OFFICERS**

The initial officers of the corporation shall be as follows:

President - Alejandro A. Bienes  
Secretary - Claudio Araujo  
Treasurer - Claudio Araujo

**ARTICLE IX - INCORPORATORS**

The name and address of the persons signing these Articles of Incorporation are:

Alejandro A. Bienes	6187 NW 167 <sup>th</sup> Street, Suite H40, Miami, Florida 33015
Claudio Araujo	6187 NW 167 <sup>th</sup> Street, Suite H40, Miami, Florida 33015

**ARTICLE X - AMENDMENT OF ARTICLES**

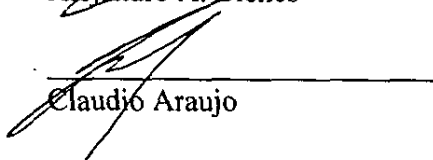
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders the subject to this reservation.

**ARTICLE XI - PREEMPTIVE RIGHTS**

The shareholders of this corporation shall have preemptive rights. The shareholders of this corporation shall have the right to maintain their fixed percentage ownership in the corporation by purchasing their proportionate share of any new stock issued.

IN WITNESS WHEREOF, the undersigned incorporators and subscribers have executed these Articles of Incorporation this 26th day of April, 2011.

  
\_\_\_\_\_  
Alejandro A. Bienes

  
\_\_\_\_\_  
Claudio Araujo

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the Registered Office/Registered Agent, in the State of Florida.

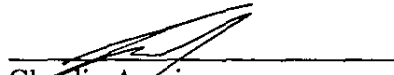
The name of the corporation is ACR VENTURES, INC..

The name and address of the Registered Agent and Office is:

Alejandro A. Bienes  
6187 NW 167<sup>th</sup> Street, Suite H40  
Miami, Florida 33015



Alejandro A. Bienes,  
Incorporator and Subscriber



Claudio Araujo,  
Incorporator and Subscriber

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

  
Alejandro A. Bienes, Registered Agent

April 26, 2011  
DATE

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