

P11000047498

(Requestor's Name)

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(City/State/Zip/Phone #)

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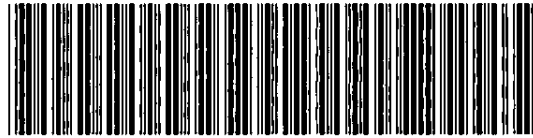
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

T. Burch MAY 20 2011

CAPITAL CONNECTION, INC.

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

ELBOW FLORIDA INC.

Signature _____

Requested by: SETH

05/19/11 11:00

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 _____
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____ 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 _____
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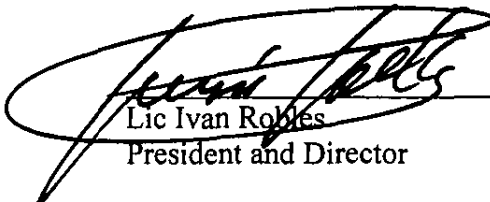
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DOMESTICATION
OF ELBOW TRADE AND FINANCE INC.

The undersigned, Lic Ivan Robles President and Director of Elbow Trade and Finance Inc., a foreign Corporation, in accordance with Florida Statutes 607-1801, does hereby certify:

1. The date on which this Corporation was first formed on November 8, 1994.
2. The jurisdiction where the above name Corporation was first formed, Incorporated, or otherwise came into being was the Republic of Panama.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was Elbow Trade and Finance Inc.
4. The name of the Corporation as set forth in its articles of incorporation to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Elbow Florida Inc.
5. The jurisdiction that constitute the seat, place of incorporation, principal place of business or central administration of the Corporation, or any other equitable jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication, was the Republic of Panama.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Lic Ivan Robles at Street 50, Building Plaza 2000, 19th Floor, Panama City, Republic of Panama, authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so with this 15 day of April 2011.


Lic Ivan Robles
President and Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF ELBOW FLORIDA INC.**

ARTICLE I-NAME

The name of this Corporation is Elbow Florida 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 Brickel 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 Teran	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.

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 18th of May, 2011.


Frank RS Fabre

ACCEPTANCE BY REGISTERED AGENT

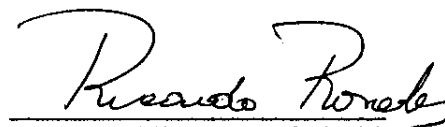
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES. DATED THIS 18th OF MAY, 2011.


Frank RS Fabre, Registered Agent

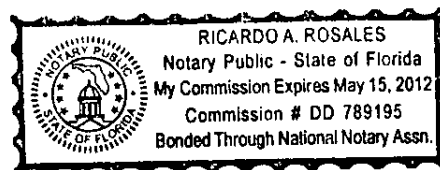
STATE OF FLORIDA
COUNTY OF DADE

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 Elbow Florida 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 18th day of May, 2011.


Notary Public, State of Florida

My Commission Expires: May 15, 2012



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA