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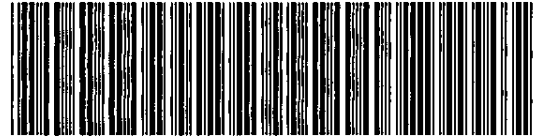
(Business Entity Name)

(Document Number)

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2011 NOV 15 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers NOV 17 2011

**ARTICLES OF INCORPORATION**  
**OF**  
**RIO ANDARES PROPERTIES INC.**

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

RIO ANDARES PROPERTIES INC.

(hereinafter the "Corporation").

**ARTICLE II**

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$.01 per share.

**ARTICLE V**

The street address of the Corporation's initial registered office and the Corporation's initial registered agent at that address shall be:

**FILED**  
**2011 NOV 15 AM 11:08**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Judith Kenney  
2001 Biscayne Boulevard, Suite 2620  
Miami, Florida 33137

**ARTICLE VI**

The Corporation shall have three directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Luis Percovich  
1111 Brickell Avenue  
Suite 1300  
Miami, Florida 33131

Ivan X. Gallegos  
1111 Brickell Avenue  
Suite 1300  
Miami, Florida 33131

Marcela Sevilla-Sacasa  
1111 Brickell Avenue  
Suite 1300  
Miami, Florida 33131

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the Corporation, but shall not be less than one.

**ARTICLE VII**

The name and address of the incorporator of the Corporation is:

Judith Kenney  
Judith Kenney & Associates, P.A.  
2001 Biscayne Boulevard, Suite 2620  
Miami, Florida 33137

**ARTICLE VIII**

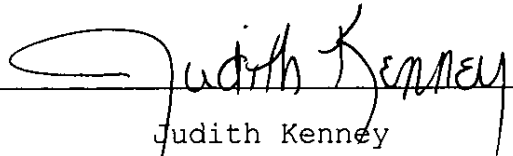
The mailing address of the Corporation's principal office shall be:

1111 Brickell Avenue  
Suite 1300  
Miami, Florida 33131

**ARTICLE IX**

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

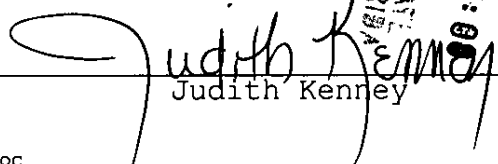
Executed at Miami, Florida this 10<sup>th</sup> day of November, 2011.

  
\_\_\_\_\_  
Judith Kenney

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of RIO ANDARES PROPERTIES INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this November 10, 2011.

  
\_\_\_\_\_  
Judith Kenney

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