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ARAZOZA &amp; FERNANDEZ

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Division of Corporations

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**Florida Department of State**  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**CENTRAL ART SHARE CORP.**

Certificate of Status	1
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**CERTIFICATE OF INCORPORATION**

**OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CENTRAL ART SHARE CORP.**

The undersigned incorporators to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of this corporation is CENTRAL ART SHARE CORP.

**ARTICLE II**  
**GENERAL NATURE OF BUSINESS**

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

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

**ARTICLE IV**  
**INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than \$100.

**ARTICLE V**  
**TERM OF EXISTENCE**

This corporation is to exist perpetually.

Prepared by: Carlos F. Arazoza, Esq.  
2100 Salzedo Street, Suite 300  
Phone: (305) 444-6226  
Coral Gables, Florida 33134  
Florida Bar N° 0698806

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**ARTICLE VI**  
**ADDRESS**

The principal office and mailing address of this corporation in the State of Florida is 2100 SALZEDO STREET, SUITE 201, CORAL GABLES, FL 33134. The Board of Directors may from time to time move the principal office or the mailing address to another address in Florida.

**ARTICLE VII**  
**DIRECTORS**

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. The name and address of the initial director which shall serve until his replacements assume his position is:

<u>Name</u>	<u>Address</u>
ANNA PIERGENTILI DE GIARDINELLA	2100 SALZEDO STREET SUITE 201 CORAL GABLES, FL 33134

**ARTICLE VIII**  
**INITIAL OFFICERS**

The names and addresses of the initial officer which shall serve until his replacements assume his position is:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	ANNA PIERGENTILI DE GIARDINELLA	2100 SALZEDO STREET
Secretary		SUITE 201
Treasurer		CORAL GABLES FL 33134

**ARTICLE IX**  
**INCORPORATOR**

The name and mailing address of the incorporator of these articles of incorporation is CARLOS F. ARAZOZA of 2100 SALZEDO STREET, SUITE 201, CORAL GABLES, FL 33134.

**ARTICLE X**  
**AMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to

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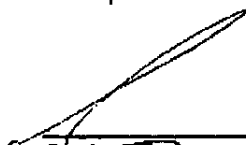
vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE XI  
REGISTERED OFFICE AND REGISTERED AGENT

CENTRAL ART SHARE CORP., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, hereby designates ARAZOZA & FERNANDEZ-FRAGA P.A. as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

WITNESS the hand and seal of the incorporator in Miami-Dade County, Florida, this 14<sup>th</sup> day of December, 2011.

Incorporator:

  
\_\_\_\_\_  
Carlos F. Arazoza

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF MIAMI-DADE         )

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of December, 2011, by Carlos F. Arazoza, who is personally known to me.

WITNESS my hand and seal at Coral Gables, Miami-Dade County, Florida 14<sup>th</sup> day of December, 2011.

NOTARY PUBLIC-STATE OF FLORIDA  
Laura Kohn  
Commission # DD770888  
Expires: MAY 16, 2012  
BONDED TRU ATLANTIC BONDING CO., INC.

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large

My commission expires:

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 in designating the registered office/registered agent, in the State of Florida.

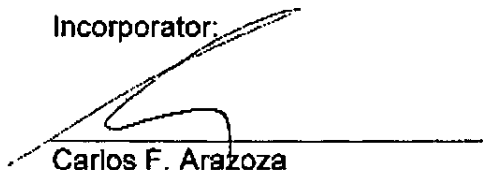
1. The name of the corporation is:

CENTRAL ART SHARE CORP.

2. The name and address of the registered agent is:

Arazoza & Fernandez-Fraga P.A.  
2100 Salzedo Street, Suite 300  
Coral Gables, FL 33134

Incorporator:



Carlos F. Arazoza

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.

Arazoza & Fernandez-Fraga P.A.

By:



Carlos F. Arazoza

Director

December 14, 2011