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FLORIDA PROFIT/NON PROFIT CORPORATION PARQUE DE ATRACCIONES TURISTICAS "7 COLINAS", INC

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2/27/2012

H 1 2 0 0 0 0 5 19 18 ARTICLES OF INCORPORATION

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12 FEB 27 AM 9: 25

SECRETARY OF STATE TALLAMASSEE, FLORMA

PARQUE DE ATRACCIONES TURISTICAS "7 COLINAS, INC.

OF

We, the undersigned, subscribers to these Articles of Incorporation, each being a natural person competent to contract, hereby associate ourselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of this Corporation is:
PARQUE DE ATRACCIONES TURISTICAS "7 COLENAS", INC.
ARTICLE II. NATURE OF BUSINESS

This Corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The minimum number of shares of stock that this Corporation is authorized to have outstanding at one time is Sixty (60) shares of common stock, without nominal or par value. The consideration to be paid for each share shall 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 Five Hundred Dollars (\$500.00).

H 1 2 0 0 0 0 5 19 18 ARTICLE V. TERM OF EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI. ADDRESS

The principal office of this Corporation in the State of Florida is:

1490 WEST 49TH PLACE, SUITE 540 HIALEAH, FLORIDA 33012

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The Corporation shall have THREE director (s), initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

JESUS E. VILORIA 15124 S.W. 36TH STREET DAVIE, FL. 33331

PRESIDENT

MERY C. VILORIA 15124 S.W. 36TH STREET DAVIE, FL. 33331 EDWARD VILORIA 15124 S.W. 36TH STREET

SECRETARY

DAVIE, FL. 33331 TREASURER

ARTICLE IX. SUBSCRIBERS

The names and post office addresses of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof are:

NAMES AND ADDRESSES	SHARES
JESUS E. VILORIA 15124 S.W. 36TH STREET	
DAVIE, FL. 33331	3 0
MERY C. VILORIA	
15124 S.W. 36TH STREET	
DAVIE, FL. 39931	20
EDWARD VILORIA	
15124 S.W. 36TH STREET	
DAVIE, FL. 33331	20

The proceeds of the stock subscribed for is at least as much as the amount of capital necessary to begin business.

ARTICLE X

The registered agent of this Corporation shall be: JESUS E. VILORIA

ARTICLE XI. SPECIAL PROVISIONS

1. In furtherance, and not in limitations of the powers conferred by statute, the Board of Directors is expressly authorized to (a) fix the amount to be reserved as working capital over and above its capital stock paid in; (b) from time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the accounts of the Corporation other than the stock book, or any of them, shall be open to inspection of the stockholders, and no stockholder shall have any right of inspection of any account,

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book or document of this Corporation except as conferred by statute,
unless authorized by resolution of the stockholders or directors; and
(c) pursuant to the affirmative vote of stockholders of record, holding
stock in the Corporation entitling them to exercise at least a majority of
the voting power, given at a stockholder's meeting duly called for that
purpose, or when authorized by the written consent of stockholders of
record holding stock in the Corporation entitling them to exercise at
least a majority of the voting power, the Board of Directors shall have
power and authority at any meeting to sell, lease or exchange all of the
property and assets of this Corporation, including its Corporate
franchises, or any property or assets essential to the business of the
Corporation, upon such terms and conditions as its Board of Directors

2. No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the Corporation is or are interested in, or a director or officer, or directors or officers of such other corporation, and any director or directors, individually or jointly may be party or parties to or may be interested in any such contract or transaction of the Corporation, or in which the Corporation is interested, and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, in or any way connected with such person or persons, firm or corporation, and each and every person who may become a director of the Corporation is hereby

deems expedient for the best interest of the Corporation.

relieved from any liability that might otherwise exist from his contracting with the Corporation for the benefit of himself or any firm, association in which he may be in anywise interested. Any director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled corporation.

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

WITNESS our hands this TWENTY FOURTH day of **JANUARY** TWO THOUSAND TWELVE.

JESUS E. VITORIA PRESIDENT

MERY C. VILORIA SECRETARY

EDWARD VILORIA TREASURER

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FORFILLED. THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED. 12 FEB 27 AM 9: 25
SECRETARY OF SIATE TALLAMASSEE, FLORIDA
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with the said Act:
First – That PARQUE DE ATRACCIONES TURISTICAS "7 COLINAS", INC. desiring to organize under the laws of the State of FLORIDA with its principal office, as indicated in the articles of incorporation at city of HIALEAH County
of MIAMI-DADE State of FLORIDA has
named <u>JESUS E. VILORIA</u>
located at 1490 WEST 49TH PLACE, SUITE 540
(street address and number of building,
post office box address not acceptable)
City of HIALEAH County of MIAMI-DADE State of Florida, as its agent to accept service of process within this State. ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT) Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the provision
of said Act relative to keeping open said office.

BY

REGISTERED AGENT

#3330 P. 008/008

STATE OF FLORIDA)

S.S.:

FALED.

COUNTY OF DADE)

12 FEB 27 AM 9: 25

BEFORE ME, the undersigned authority, personally appeared TALLAMASSEE, FLORE JESUS E. VILORIA, MERY C. VILORIA AND EDWARD VILORIA,

to me well known to be the person (s) described in the foregoing Articles of Incorporation and THEY acknowledged before me that THEY executed the foregoing instrument freely and voluntarily for the uses and purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this TWENTY FIFTH day of JANUARY TWO THOUSAND TWELVE.

NOTARY PUBLIC

10RGE L. PEREIRA Hotary Public - State of Florida My Conna. Exples feb 10, 2015 Canimission # EE 68591 Booded Through National Molary Assn.

MY COMMISSION EXPIRES