

FAX AUDIT NO.: H13000079823 3

**Florida Department of State
Division of Corporations
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(((H13000079823 3)))



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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : MICHAEL J. FREEMAN, P.A.
Account Number : 072720000142
Phone : (305) 442-1567
Fax Number : (305) 442-1227

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**DOMESTICATION
DEARCA GROUP INC.**

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$137.50

Electronic Filing Menu

Corporate Filing Menu

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T. Burch APR 11 2013

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TALLAHASSEE, FL

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DIVISION OF CORPORATIONS

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4/10/2013 10:28:05 AM PAGE 1/001 Fax Server



April 10, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MICHAEL J. FREEMAN, P.A.

SUBJECT: DEARCA GROUP INC.
REF: W13000020890

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

The name of the entity must be identical throughout the document.

Another entity's name is listed in the text of the "Certificate Designating Registered Agent".

If you have any further questions concerning your document, please call (850) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

FAX Aud. #: H13000079823
Letter Number: 713A00008445


P.O BOX 6327 - Tallahassee, Florida 32314

CERTIFICATE OF DOMESTICATION

The undersigned Maria Fernanda de Armas, Secretary and Director of DEARCA GROUP INC., a foreign corporation, in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was October 23, 2002.
2. The jurisdiction where the above named 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 DEARCA GROUP 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 Dearca Group, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent 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, Maria Fernanda de Armas, of Miami, Florida and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 8 day of April, 2013.



Maria Fernanda de Armas, Secretary

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13 APR 10 PM 4:05
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TALLAHASSEE, FLORIDA

Filing Fee:	
Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

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ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

ARTICLE I

The name of this corporation is: Dearca Group, Inc.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The business to be transacted by this corporation is real estate investment and related matters. This corporation shall have the powers as enumerated in Section § 607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

ARTICLE IV

The principal place of business for this corporation is 153 Sevilla Avenue, Coral Gables, FL 33134.

ARTICLE V

The mailing address of this corporation is P.O. Box 140668, Coral Gables, FL 33114-0668.

ARTICLE VI

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE VII

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

M.J.F. Registered Agent Corp.
153 Sevilla Avenue
Coral Gables, Florida 33134

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TALLAHASSEE, FL 32399

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ARTICLE VIII

The name and post office address of the directors of this corporation are:

Armando De Armas
791 Crandon Blvd.
Apt. 801
Miami, FL 33149

Zoraida C. De Armas
791 Crandon Blvd.
Apt. 801
Miami, FL 33149

Maria Fernanda De Armas
765 Crandon Blvd.
Apt. 403
Miami, FL 33149

ARTICLE IX

The name, post office address and specific titles of the officers of this corporation are:

Armando De Armas – President
791 Crandon Blvd.
Apt. 801
Miami, FL 33149

Maria Fernanda De Armas – Vice President and Secretary
765 Crandon Blvd.
Apt. 403
Miami, FL 33149

ARTICLE X

The corporation shall have three (3) directors initially. The number of directors may be increased from time to time in accordance with the By-Laws of the corporation adopted by the stockholders. To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of her being a director or officer. The corporation shall reimburse such persons for all costs, legal and other expenses reasonably incurred by her in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

ARTICLE XI

The name and address of the person signing these Articles is as follows:

Maria Fernanda de Armas
765 Crandon Blvd., Apt. 403
Miami, FL 33149

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ARTICLE XII

These Articles of Incorporation may be amended by manner provided by law. Every amendment shall be approved by the directors, properly proposed by them to the stockholders of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, the party hereto has hereunto set her hand and seal at Coral Gables, Miami-Dade County, Florida this 8 day of April, 2013.

Dearca Group, Inc., a Florida corporation:

By: _____

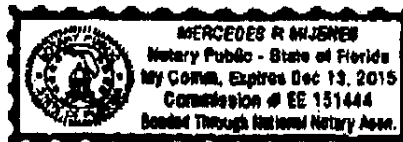
Maria Fernanda de Armas
Maria Fernanda de Armas, Incorporator

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME personally appeared Maria Fernanda de Armas with knowledge that he is the Incorporator in the foregoing Articles of Incorporation and that he acknowledged before me that he executed the foregoing Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 8th day of April, 2013.

[Signature]
Notary Public, State of Florida



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION §48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED: THAT, DEARCA GROUP, INC., A FLORIDA CORPORATION DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL GABLES, STATE OF FLORIDA, HAS NAMED M.J.F. REGISTERED AGENT CORP., LOCATED AT 153 SEVILLA AVENUE, CITY OF CORAL GABLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

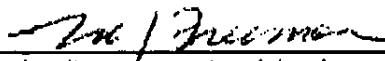
DEARCA GROUP, INC., a Florida corporation:

By: 
Maria Fernanda de Armas, Incorporator

ACCEPTANCE

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

M.J.F. REGISTERED AGENT CORP.


Michael J. Freeman, President
Date: April 10, 2013

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