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**FLORIDA PROFIT/NON PROFIT CORPORATION
LATIN KARNIVAL ENTERPRISES, INC.**

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July 18, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

LAZARUS

SUBJECT: LATIN KARNIVAL ENTERPRISES, INC.
REF: W13000040451

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**ARTICLES OF INCORPORATION OF
LATIN KARNIVAL ENTERPRISES, INC.**

ARTICLE I - NAME

The name of this Corporation is LATIN KARNIVAL ENTERPRISES, INC

The street address for this Corporation is: 9766 SW 24 STREET SUITE 3, MIAMI, FL 33165

ARTICLE II - PURPOSE

This Corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State of Florida.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of one dollar (\$1.00) per value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

9766 Coral Way, Suite #3, Miami, FL 33165

And the name of the initial registered agent of this corporation at such address is:

JOAQUIN PEREA JR.

ARTICLE VI - INITIAL BOARD OF DIRECTOR

This Corporation shall have two directors initially. The number of directors may be either increased from time to time by the by-laws, but shall never be less than one (1). The two directors of this Corporation are:

Castor Castineira and Joaquin M. Perea Jr.

ARTICLE VII - INCORPORATOR

The name and address of the persons signing this Article are:

Joaquin M. Perea Jr.
14353 SW 39th Street
Miami, Fla 33175

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Castor Castineira
3701 SW 139th Avenue
Miami, Fla 33175

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officers or director, or any former officers or directors to the full extent permitted by law.

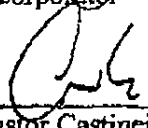
ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by - laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th DAY OF July, 2013



Joaquin M. Perea Jr.
Incorporator



Castor Castineira
Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That LATIN KARNIVAL ENTERPRISES, INC. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed, JOAQUIN PEREA JR. as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named by the Board of Directors of LATIN KARNIVAL ENTERPRISES, INC. to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said Corporation, and agree to comply with the applicable provision of the Florida Statutes, this 17TH DAY OF JULY, 2013



JOAQUIN PEREA JR
REGISTERED AGENT

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