

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

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

From:

Angelica M. Chiu, Corporate Paralegal
Account Name : SHUTTS & BOWEN, LLP
Account Number : 076447000313
Phone : (305) 358-6300
Fax Number : (305) 347-7750

****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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FLORIDA PROFIT/NON PROFIT CORPORATION
COFE MEDLEY HIALEAH CORP.

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
COFE MEDLEY HIALEAH CORP.**

ARTICLE I - NAME

The name of the Corporation (the "Corporation") is **COFE MEDLEY HIALEAH CORP.**

ARTICLE II - ADDRESS

The principal address and mailing address of the Corporation is:

1500 San Remo Avenue
Suite 145
Coral Gables, FL 33146

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares." Of the Common Shares, 5,000 shares shall be Class A Voting Shares (the "Class A") and 5,000 shares shall be Class B Non-Voting Shares (the "Class B"). The rights, preferences and privileges of the Class A and Class B shall be identical, except that the Class B shall not be entitled to vote on any matter required to be approved by, or submitted for approval of, shareholders.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the Corporation are:

COFE PROPERTIES, LLC
1500 San Remo Avenue
Suite 145
Coral Gables, FL 33146

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ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The initial directors and officers of the Corporation are:

Mario Fernandez - Director and President
1500 San Remo
Suite 145
Coral Gables, FL 33146

Eugenio Cosculluela, Jr. - Director and Vice President
1500 San Remo
Suite 145
Coral Gables, FL 33146

Mike Verdeja - CFO and Secretary
1500 San Remo
Suite 145
Coral Gables, FL 33146

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles of Incorporation is Mike Verdeja and his address is 1500 San Remo, Suite 145, Coral Gables, FL 33146.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 7 day of November, 2013.



Mike Verdeja, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in Article VI of these Articles of Incorporation of **COFE MEDLEY HIALEAH CORP.**, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: November 7, 2013.

COFE PROPERTIES, LLC

By: 

Mike Verdeja, CFO