

03/12/2014 WED 10:12 FAX

Division of Corporations

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Florida Department of State  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
MABEIFA CORPORATION

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MAR 13 2014

J. BRYAN

3/12/2014

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MAR 12 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
MABEIFA CORPORATION**

The undersigned, acting as incorporator of MABEIFA CORPORATION, under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is MABEIFA CORPORATION (the "Corporation").

**ARTICLE II. MAILING AND BUSINESS ADDRESS**

The mailing and business address of the Corporation is:

c/o 201 S. Biscayne Boulevard  
Suite 800  
Miami, Florida 33131

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$1.00 par value per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 201 S. Biscayne Boulevard, Suite 800, Miami, Florida 33131 and the name of the Corporation's initial registered agent at that address is Law Center of the Americas, LLC.

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ARTICLE VII. DIRECTORS

The name and address of the initial directors of the Corporation are as follows:

Fausto Jose Martínez Martin  
Maria del Rosario Guadalupe Parra Rodriguez

ARTICLE VIII. OFFICERS

The names and addresses of the officers of the Corporation and the offices held by such individuals are as follows:

<u>Name</u>	<u>Address</u>	<u>Offices</u>
Fausto Jose Martínez Martin	c/o 201 S. Biscayne Blvd., Ste 800, Miami, FL 33131	President
Maria del Rosario G.Parra R.	c/o 201 S. Biscayne Blvd., Ste 800, Miami, FL 33131	Secretary

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator are:

James M. Meyer, Esq.  
201 S. Biscayne Boulevard  
Suite 800  
Miami, Florida 33131

ARTICLE X. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

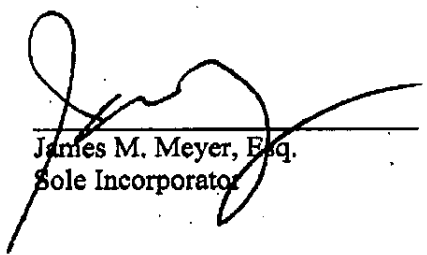
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ARTICLE XI. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 12<sup>th</sup> day of March, 2014.

  
James M. Meyer, Esq.  
Sole Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

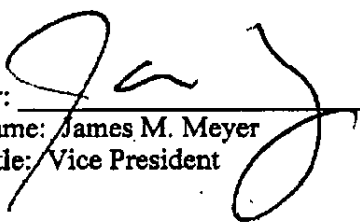
That MABEIFA CORPORATION, desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at 201 S. Biscayne Boulevard, Suite 800, Miami, Florida 33131 has named Law Center of the Americas, LLC as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 12<sup>th</sup> day of March, 2014.

LAW CENTER OF THE AMERICAS, LLC

By:   
Name: James M. Meyer  
Title: Vice President