

# PL4000071134

Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
MORALES PRE CORP.**

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**ARTICLES OF INCORPORATION**

**OF**

**MORALES PRE CORP.**

**ARTICLE I - NAME**

**The name of the corporation shall be: MORALES PRE CORP.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

**ARTICLE III - PURPOSE**

The purpose of this corporation is to engage in the operation of any and all lawful business permitted under the laws of the State of Florida and the United States of America.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "COMMON SHARES."

**ARTICLE V - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any stock of this corporation of the same kind, class or service, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE**

The street address of the principal office is 7300 N. Kendall Drive, Suite 520, Miami, FL 33156; the mailing address of the principal office is 7300 N. Kendall Drive, Suite 520, Miami, FL 33156; and the street address of the initial registered agent of this corporation is 7300 N. Kendall Drive, Suite 520, Miami, FL 33156. The name of the registered agent is Giorgio L. Ramirez, Esquire.

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#### ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall initially have four directors. The number of directors may either increase or diminish from time to time by the by-laws but shall never be less than one. The name and address of the initial directors of this corporation are:

P/D

Rose Anna Prentice de Morales  
7300 N. Kendall Drive, Suite 520  
Miami, FL 33156

VP/D

Luis Morales Moran  
7300 N. Kendall Drive, Suite 520  
Miami, FL 33156

#### ARTICLE VIII – INCORPORATOR

The name and address of the person signing these articles is:

Giorgio L. Ramirez, Esquire  
7300 N. Kendall Drive, Suite 520  
Miami, FL 33156

#### 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.

#### ARTICLE X – CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all the shares entitled to vote at the meeting.

#### ARTICLE XI – SHAREHOLDER VOTING AND QUORUM

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XII – APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

