

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYN STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0193 FAX

800-342-8086

P95000012753

CSC networks

MAIL TO:
P.O. BOX 5820
TALLAHASSEE, FL 32311

ACCOUNT NO. : 072100000032

REFERENCE : 543339 105801A

AUTHORIZATION :

Patricia Pysib

COST LIMIT : \$ 70.00

ORDER DATE : February 14, 1995

ORDER TIME : 4:25 PM

ORDER NO. : 543339

CUSTOMER NO: 105801A

CUSTOMER: Javier E. Lopera, Esq
JAVIER E. LOPERA, ESQ

2455 S.W. 27th
Suite 220
Miami, FL 33145

DOMESTIC FILING

P95000012753

NAME: FUNDACION ARTE CONTEMPORANEO,
INC. (TRANSLATION: FOUNDATION
FOR THE CONTEMPORARY ART, INC)

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

DM
2-15-95
CI

FILED
95 FEB 15 AM 10:01
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FUNDACION ARTE CONTEMPORANEO, INC.

FILED
95 FEB 15 11:10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FUNDACION ARTE CONTEMPORANEO, INC.

The address of the principal office of this corporation shall be 1207 14th Street, Miami Beach, Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

| | |
|---------------------------------|--|
| Juan Contreras Torres Dir. | 1207 14th Street Miami Beach, Florida 33139 |
| Maria Rocio Rodriguez Dir. | Same |
| Annie Marshall Armas Dir. | Same |
| Adolfo Contreras Torres Dir. | Same |

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

| | |
|-----------------------------------|--|
| Juan Contreras Torres Pres. | 1207 14th Street Miami Beach, Florida 33139 |
| María Rocío Rodríguez V.Pres. | Same |
| Annie Marshall Armas Sec. | Same |
| Adolfo Contreras Torres Treas. | Same |

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Nays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Information Services, Inc., has hereunto set
their hand and seal of Corporation Information Services,
Inc., on February 14, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap



1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-0171
1-222-0171 FAX

800-342-8086

P 9500001253

RECEIVED
TALLAHASSEE, FLORIDA
NOV 19 PM 4:22

ACCOUNT NO. : 072100000032

REFERENCE : 159941 4390271

AUTHORIZATION : Patricia Pizjuts

COST LIMIT : \$ 87.50

ORDER DATE : November 19, 1996

ORDER TIME : 10:57 AM

ORDER NO. : 159941-005

CUSTOMER NO: 4390271

800002008868--0

CUSTOMER: Jay R. Beskin, Esq
Fromberg Fromberg Lewis &
20801 Biscayne Blvd. Suite 505
Aventura, FL 33180

DOMESTIC AMENDMENT FILING

NAME: FUNDACION ARTE CONTEMPORANEO,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS: _____

RECEIVED
36 NOV 19 PM 1:43
DIVISION OF CORPORATION

NAME
Change
11/19/96
DC

FILED
96 NOV 19 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. ARTICLE I is hereby deleted and the following new Article I substituted in lieu thereof:

2. The foregoing Amendment was adopted unanimously by the Shareholders of record and the Board of Directors of the Corporation at a Special Meeting of the Shareholders and Board of Directors held on August 16, 1996.

3. The remainder of all of the provisions of the Articles of Incorporation as originally filed with the Secretary of State shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation, this 11th day of September, 1996.

Attesté

STATE OF FLORIDA)
SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 11th day of September, 1996, by JUAN CONTRERAS TORRES, President and ADOLFO CONTRERAS TORRES, Secretary of FUNDACION ARTE CONTEMPORANEO, INC., a Florida corporation, on behalf of the Corporation, who are personally known to me or who have produced _____ as identification.

Notary Public
LEAH L KOHLENBERG
State of Florida
My Comm. Exp: 12/08/07
Comm#: CC335169