

**P750000 24133**

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135-02-  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

NAME: BRICKELL EXECUTIVE PROPERTIES, INC.  
FAX AUDIT NUMBER: H95000003439  
DATE REQUESTED: 03/24/1995  
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MAR-24-1995 16:47 FROM EMPIRE

TO

DIV CORP EL 51

P.02

**BRICKELL EXECUTIVE PROPERTIES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I-NAME**

The name of this Corporation is **BRICKELL EXECUTIVE PROPERTIES, INC.**

**ARTICLE II-DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE III-PURPOSE**

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

**ARTICLE IV-CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

**ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered office of this Corporation is Michael M. Canus of 7018 NW 169 Street, Miami, Fl. 33015.

**ARTICLE VI- INITIAL BOARD OF DIRECTORS**

This Corporation shall have FOUR (4) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial Directors are:

NAME  
Ester de Ghitelman  
Natalio Ghitelman  
Ernest A. Cancio  
Michael M. Canus

ADDRESS  
7018 NW 169 Street  
7018 NW 169 Street  
7018 NW 169 Street  
7018 NW 169 Street

**ARTICLE VII-LAWS**

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

**ARTICLE VIII-INDemnIFICATION**

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

ARBOLEYA & EDWARDS / CARLOS J. ARBOLEYA, JR., ESQ.  
2100 Ponce de Leon Blvd.  
Suite 1100

Coral Gables, FL 33134  
(805) 446-0076 / FAN. 293598

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## **ARTICLE IX-PRIMITIVE RIGHTS**

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

**ARTICLE X-PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation is 7018 NW 169 Street, Miami, Fl. 33015.

## ARTICLE XI-INTEGRATOR

The person signing these articles is Michael N. Camus of 7018 NW  
169 Street, Miami, Fl. 33015.

## ARTICLE XII-AMENDMENTS

**This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.**

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 16 day of March, 1933

~~Michael N. Caputo~~

State of Florida  
County of Dade

The foregoing instrument was acknowledged before me this 16 day of March, 1985, by Michael M. Canus, who is personally known to me and who did take an oath, and who, as Incorporator(s), executed the foregoing Articles of Incorporation of BRICKELL EXECUTIVE PROPERTIES, INC., and acknowledged before me that he executed those Articles of Incorporation.

**NOTARY PUBLIC, STATE OF  
FLORIDA.**

Name: SHARON C. AMARAL

OFFICIAL NOTARY SEAL  
BARBARA CAROLYN AMADOR  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. 0000079  
EXPIRATION DATE 12/31/2017

My Cd

THIS INSTRUMENT PREPARED BY:  
Carlos J. Arboleya Jr., Esq.  
ARBOLEYA & EDWARDS P.A.  
2100 PONCE DE LEON BLVD., SUITE 1100  
CORAL GABLES, FL. 33134

**FLORIDA BAR #293598**

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

**BRICKELL EXECUTIVE PROPERTIES, INC.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That BRICKELL EXECUTIVE PROPERTIES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the articles of incorporation at City of MIAMI, County of Dade, State of Florida, has named CARLOS J. ARBOLEYA JR., located at 2100 Ponce de Leon Blvd., Suite 1100, City of Coral Gables, County of Dade, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

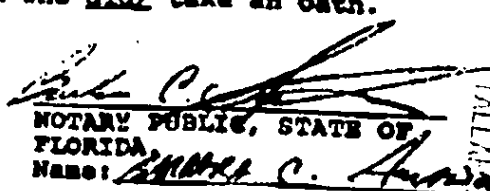
Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:   
Signature of  
Registered Agent

State of Florida )

County of Dade )

The foregoing instrument was acknowledged before me this 16 day of March, 1995, by Carlos J. Arboleya, Jr., who is personally known to me and who did/ take an oath.

  
NOTARY PUBLIC, STATE OF  
FLORIDA  
Name: BARBARA C. AMADOR

My Commission Expires:

OFFICIAL NOTARY SEAL  
BARBARA CAROLYN AMADOR  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC32370  
MY COMMISSION EXPI. NOV. 13, 1997

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