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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
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FROM: CORPORATE RELATIONS MIAMI
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: R.M.S. DEVELOPMENT CORP.
FAX AUDIT NUMBER: H9500004083
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TALLAHASSEE, FLORIDA

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Articles of Incorporation
of
R.M.S. Development Corp

FILED
CLERK OF COURT
JULY 12 1993
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is R.M.S. Development Corp

Article II. Address

The mailing address of the Corporation is:

R.M.S. Development Corp
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134

EFFECTIVE DATE
4-10-93

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Jose A. Rodriguez
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased

Jose A. Rodriguez, Bar Member 989444
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134
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or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Jose A. Rodriguez
Jorge L. Sordanas
Alberto Mito, Jr.

Article VI. Incorporator

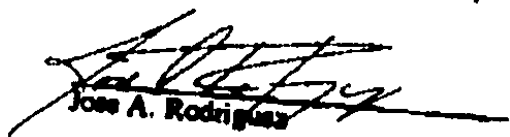
The name and address of the incorporator is:

Jose A. Rodriguez
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of April 10, 1995.

The undersigned incorporator executed these Articles of Incorporation on the date first set forth below.


Jose A. Rodriguez

Date: April 11 1995

Jose A. Rodriguez, Bar Member 989444
Duarte-Viera & Rodriguez, P.A.
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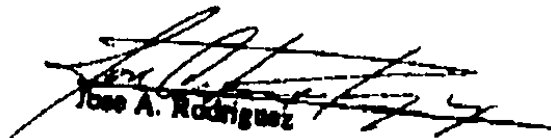
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
R.M.S. Development Corp

REGISTERED AGENT:
Jose A. Rodriguez
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables, FL 33134

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Jose A. Rodriguez

Date: April 11, 1995

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TALLAHASSEE, FLORIDA

Jose A. Rodriguez, Bar Member 880444
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