

JAN-16-1998 10:00 PM
7/27/95

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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

CONTACT: RAY STORMONT

PHONE: (305) 541-3094

FAX: (305) 541-3770

9-0000

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: CORPORACION AMERICANA DE INVERSIONES

FAX AUDIT NUMBER: H95000008304

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/27/1995

TIME REQUESTED: 15:36:31

CERTIFIED COPIES: 0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

July 28, 1995

EMPIRE

MIAMI, FL

SUBJECT: CORPORACION AMERICANA DE INVERSIONES
REF: H95000015223

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey
Corporate Specialist

FAX Aud. #: H95000008304
Letter Number: 395A00035890

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

⑤

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: CORPORACION AMERICANA DE INVERSIONES (*American Inversions Corporation*)

SECOND

The period of its duration is: PERPETUAL

THIRD

The purpose of the corporation is: TO TRANSACT ANY LEGAL BUSINESS.

FOURTH

The aggregate number of authorized shares is: 100

FIFTH

The corporation will not commence business until at least \$500.00 dollars have been received by it as consideration for the issuance of shares.

SIXTH

Cumulative voting of shares of stock are not authorized.

SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are:

Mark A. Cardero
FBN. 0935514
(305) 445.9377
3081 Salzedo St.
2nd Floor
Miami, FL 33134

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STATE
OFFICE OF THE
CLERK OF THE
SUPREME COURT
JUL 28 1960

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NONE

EIGHTH

Provisions for regulating the internal affairs of the corporation are: contained in its BY-LAWS

NINTH

The address of the initial registered office of the corporation is: 6900 SW 109 COURT MIAMI FLORIDA 33173 and the name of its initial registered agent at such address is: VICTOR RAUL GALLIANY

TENTH

Address of the principal place of business is: 6900 SW 109 COURT MIAMI FLORIDA 33173

ELEVENTH

The number of directors constituting the initial board of directors of the corporation is 2, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>FELIX ALVA, PRES. TREAS. SECRETARY</u>	<u>C/O COMPANY</u>
<u>JUAN ESCOBAR, VICE-PRES.</u>	<u>C/O COMPANY</u>

TWELFTH

The name and address of each incorporator is:

Name	Address
<u>FELIX ALVA</u>	<u>C/O COMPANY</u>

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✓ 6-7/90

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

CORPORACION AMERICANA DE INVERSIONES

2. The name and address of the registered agent and office is:

VICTOR RAUL GALLIANY
6900 SW 109 COURT, MIAMI, FLORIDA 33173

Signature: Victor Raul Galliany

Title: Reg. Agent

Date: 7/24/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Victor Raul Galliany

Date: 7/24/95

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JUL 28 1995

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