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Handwritten: 960000031153

ACCOUNT NO. : 072100000032

REFERENCE : 845106 4303929

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 13, 1996

ORDER TIME : 12:00 PM

ORDER NO. : 845106

CUSTOMER NO: 4303929

CUSTOMER: Mr. Carlos M. Vigil  
GREENBERG TRAURIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
1221 Brickell Avenue  
22nd Floor  
Miami, FL 33131-3230

960000031153  
-02/13/96--01108--043  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: RILEA WELLEBY, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☒ PLAIN STAMPED COPY\*\*THIRD COPY\*\*  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS:

RECEIVED  
96 FEB 13 PM 1:45  
DIVISION OF CORPORATION

FILED  
96 FEB 13 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BROWN FEB 14 1996

**ARTICLES OF INCORPORATION  
OF**

**RILEA WELLEBY, INC.**

FILED  
96 FEB 13 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is RILEA WELLEBY, INC., (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 848 Brickell Avenue, Suite 1010, Miami, Florida 33131.

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital stock having a par value of \$.01 per share.

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, City of Miami, County of Dade, State of Florida 33131, and the name of its initial registered agent at such office is **JUAN P. LOUMIET**.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of one (1) director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the Corporation's Bylaws. The name and address of the member

of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

Mr. Alan Ojeda  
848 Brickell Avenue  
Suite 1010  
Miami, Florida 33131

#### **ARTICLE VII**

The name of the Incorporator is Juan P. Loumiet and the address of the Incorporator is c/o Greenberg, Traurig, Hoffman, Lipoff, Rosen & Quentel, P.A., 1221 Brickell Avenue, Miami, Florida 33131.

#### **ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 12<sup>th</sup> day of February, 1996.

  
\_\_\_\_\_  
JUAN P. LOUMIET - Incorporator

#### **ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of RILEA WELLEBY, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
\_\_\_\_\_  
JUAN P. LOUMIET, Registered Agent

Dated: February 12, 1996.

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-222-0171  
904-222-0172

800-342-8086

P96000013780



ACCOUNT NO. : 072100000032

REFERENCE : 968886 4303929

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED  
96 MAY 29 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : May 29, 1996

ORDER TIME : 11:10 AM

ORDER NO. : 968886

CUSTOMER NO: 4303929

600001842826  
-05/29/96--01082--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

CUSTOMER: Ms. Abby Rodriguez  
Greenberg Traurig Hoffman  
20th Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

RA  
Change

CHANGE OF AGENT

NAME: RILEA WELLEBY, INC.

RECEIVED  
96 MAY 29 PM 12:12  
DIVISION OF REGISTRATION

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CONTACT PERSON:

Name	Lori R. Dunlap
Position	
Signature	[Signature]
Updater	[Signature]
Verifier	[Signature]
Acknowledgment	[Signature]
W.P. Verifier	[Signature]

TO: Sandra B. Mortham, Secretary of State  
FLORIDA DEPARTMENT OF STATE - Division of Corporations  
Tallahassee, Florida 32301

**STATEMENT OF CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of §607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of **FLORIDA**, submits the following statement in order to **change** its registered agent and registered office in the State of Florida.

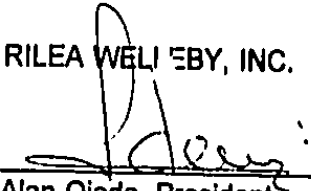
1. The name of the corporation is: RILEA WELLEBY, INC.
- 1a. Date of filing: February 13, 1996, Document # P96000013780
2. The name and address of the **current** registered agent and office is:  
Juan P. Loumlet, 1221 Brickell Avenue, Miami, Florida 33131
3. The name and address of the **new** registered agent and office is:  
Alan Ojeda, 848 Brickell Avenue, Suite 1010, Miami, Florida 33131

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96 MAY 29 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The street address of its registered agent and the street address of the business office of its registered agent, **as changed**, will be identical.

Such change was authorized by resolution duly adopted by the sole member of the Board of Directors as of the 22 day of May, 1996.

RILEA WELLEBY, INC.

  
Alan Ojeda, President

Dated: 5/22, 1996

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.

  
Alan Ojeda, Registered Agent

Dated: 5/22, 1996