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TALLAHASSEE, FL 32301  
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networks  
PROFESSIONAL  
LEGAL & FINANCIAL SERVICE

*Handwritten signature: Patricia Pyjett*

CUSTOMER NO. : 071000000057

REFERENCE : 077952 4340057

AUTHORIZATION :

*Patricia Pyjett*

CUSTOMER : 5-128,550

ORDER DATE : March 12, 1996

ORDER TIME : 10:15 AM

ORDER NO. : 077952

CUSTOMER NO: 4340057

800001740418

CUSTOMER: Tom Clark, Legal Assistant  
REUFY DRYE & WARRER

201 South Hecavener Blvd.  
Suite 2400  
Tallahassee, FL 32310-2399

EFFECTIVE DATE  
MAR 11 1996

DOMESTIC FILING

NAME: EDEL INVESTMENTS, INC.

EFFECTIVE DATE: 3-11-96

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: ENZO LOPEZ

FILED  
96 MAR 12 AM 9:42  
95 MAR 12 PM 1:41  
RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

T. BROWN MAR 13 1996

EFFECTIVE DATE  
MAR 11 1996

## ARTICLES OF INCORPORATION

OF

### EDEL INVESTMENTS, INC.

FILED  
96 MAR 12 AM 9:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

#### ARTICLE I

##### NAME

The name and principal address of this Corporation shall be:

EDEL INVESTMENTS, INC.  
c/o Ignacio Eduardo Sanchez, Esq.  
201 South Biscayne Blvd., Suite 2400  
Miami, Florida 33131

#### ARTICLE II

##### NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

#### ARTICLE III

##### AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 10,000 shares of Common Stock having a par value of \$0.01 per share.

#### ARTICLE IV

##### TERM OF EXISTENCE

The term of this Corporation shall commence as of March 11, 1996. The corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation in the State of Florida shall be:

c/o Kelley Drye & Warren  
201 South Biscayne Blvd., Suite 2400  
Miami, Florida 33131

The name of the initial registered agent of this Corporation at that address shall be:

Ignacio Eduardo Sanchez, Esq.

**ARTICLE VI**

**BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

**ARTICLE VII**

**DIRECTORS - NAMES AND STREET ADDRESSES**

The name and street address of the initial member of the first Board of Directors who shall hold office until his successors have been duly elected or appointed and have qualified are as follows:

<b><u>Name</u></b>	<b><u>Street Address</u></b>
Eduardo Manuel Sanchez	201 South Biscayne Blvd. Suite 2400 Miami, Florida 33131


**ARTICLE VIII**

**INCORPORATOR**

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

<b><u>Name</u></b>	<b><u>Street Address</u></b>
Ignacio Eduardo Sanchez, Esq.	c/o Kelley Drye & Warren 201 South Biscayne Blvd. Suite 2400 Miami, Florida 33131

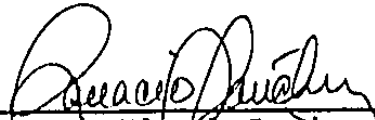
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 11th day of March, 1996.

  
\_\_\_\_\_  
Ignacio Eduardo Sanchez, Esq.  
Incorporator

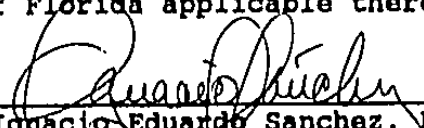
DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT

FILED  
96 MAR 12 AM 9:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, EDEL INVESTMENTS, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at c/o Kelley Drye & Warren, 201 South Biscayne Blvd., Suite 2400, Miami, Florida 33131, has named Ignacio Eduardo Sanchez, Esq., located thereat as its registered agent to accept service of process within this state.

By:   
Ignacio Eduardo Sanchez, Esq.  
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

  
Ignacio Eduardo Sanchez, Esq.  
Registered Agent

## MIA02/CLART/CLART/211158.51 (N/KDW)

## MIA02/CLART/CLART/211158.51 (N/KDW)