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FLORIDA DIVISION OF CORPORATIONS  
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33418-0000  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000  
CONTACT: JUSTIN T WILSON  
PHONE: (305) 860-7098  
FAX: (305) 858-4777  
(((H96000003882))) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION

NAME: LAG GROUP HOLDINGS, INC.  
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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF

LAG GROUP HOLDINGS, INC.

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

LAG Group Holdings, Inc.

ARTICLE II

The existence of the corporation is effective as of the 11th day of March, 1996 and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws. The shareholders of the corporation have duly transferred and assigned to the corporation all of their rights, claims and interests in the

This instrument prepared by:

Justin T. Wilson  
2601 S. Bayshore Drive  
Suite 1600  
Miami, Florida 33133  
(305) 858-5555

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ALLIANCE

EFFECTIVE DATE  
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income produced by those properties specifically described in that certain Assignment dated as of March 11th, 1996, as well as the rights to any damages against persons illegally trafficking in such properties.

#### ARTICLE IV

The maximum number of shares, which this corporation is authorized to have outstanding at any time, is One Thousand (1,000) shares of Common Stock having a par value of One Cent (\$0.01) per share.

#### ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

A Z Registered Agent Corporation  
2601 South Bayshore Drive  
Suite 1600  
Miami, Florida 33133

#### ARTICLE VI

This corporation shall have three (3) directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their qualified successors are elected or until their earlier resignation or removal from office, are:

Carolina Garcia-Aguilera  
1110 Brickell Avenue  
Suite 510  
Miami, Florida 33131

Sara Maria Garcia O'Connell  
1110 Brickell Avenue  
Suite 510  
Miami, Florida 33131

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Carlos Antonio Garcia  
1110 Brickell Avenue  
Suite 510  
Miami, Florida 33131

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one (1).

ARTICLE VII

The name and address of the Incorporator of the corporation is:

A Z Registered Agent Corporation  
2601 South Bayshore Drive  
Suite 1600  
Miami, Florida 33133

ARTICLE VIII

The principal business and mailing address of the corporation shall be:

1110 Brickell Avenue  
Suite 510  
Miami, Florida 33131

Executed at Miami, Florida this 11th day of March, 1996.

A Z REGISTERED AGENT CORPORATION  
Incorporator

By: Justin T. Wilson  
Justin T. Wilson,  
Secretary and Treasurer

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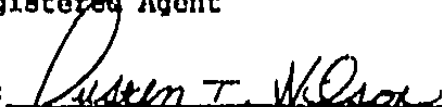
ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of IAG Group Holdings, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 11th day of March, 1996.

A Z REGISTERED AGENT CORPORATION  
Registered Agent

By:

  
Justin T. Wilson,  
Secretary and Treasurer

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