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FLORIDA DIVISION OF CORPORATIONS

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2600 BAYSHORE DR.

STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

SUITE 1600  
MIAMI FL 33133- 02-

FAX: (904) 922-4000

CONTACT: JUSTIN T WILSON  
PHONE: (305) 860-7098  
FAX: (305) 858-4777

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OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: MAO HOLDINGS, INC.

FAX AUDIT NUMBER: H96000003710

CURRENT STATUS: REQUESTED

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Sandra B. Mortham  
Secretary of State

March 15, 1996

ADORNO & ZEDER, P., A.

MIAMI, FL

SUBJECT: MAO HOLDINGS, INC.  
REF: W96000005715

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Loria Poole  
Corporate Specialist

FAX Aud. #: H96000003710  
Letter Number: 996A00011806

ARTICLES OF INCORPORATION  
OF

MAO 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:

MAO Holdings, Inc.

ARTICLE II

The existence of the corporation is effective as of the 8th 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) 858-6555

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income produced by the properties in Cuba belonging to the Sucesión Manuel Álvarez Olivé, 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 five (5) 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:

Jorge Emilio Vázquez  
330 Southwest 27th Avenue  
Suite 501  
Miami, Florida 33135

Sara María Álvarez Gandarilla  
330 Southwest 27th Avenue  
Suite 501  
Miami, Florida 33135

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Maria Luisa Álvarez Gandarilla  
15131 Southwest 46th Terrace  
Miami, Florida 33185

Mario Álvarez Gndarilla  
15021 Southwest 46th Avenue  
Miami, Florida 33105

Maria Rosa Álvarez Gandarilla  
15021 Southwest 46th Street  
Miami, Florida 33105

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:

330 Southwest 27th Avenue  
Suite 501  
Miami, Florida 33135

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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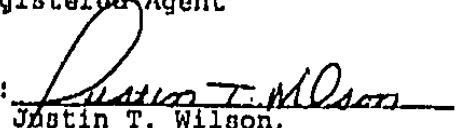
ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of MAO 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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