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&
Farr**

Attorneys and Counselors
at Law

Robert M. McClaskey, Jr., CPA
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Paralegal
Lucy E. Gutierrez, CLA

A Partnership of
Professional Associations

P96000026733

March 20, 1996

Secretary of State
Division of Corporations
The Capitol
409 E. Gaines Street
Tallahassee, FL 32301

10000017551241
-03/21/96--01092--011
****122.50 ****122.50

RE: ARTICLES OF INCORPORATION
GINVAREZ CONSTRUCTION CORP.

Dear Sir or Madam:

Enclosed please find an original and a copy of the above referenced for
Ginvarez Construction Corp., and a check in the amount of \$122.50.

Please return a certified copy of the Articles to our office in the enclosed
Airborne Express envelope. If you have any questions, please call our office.
Thank you.

Very truly yours,

McCLASKEY & FARR



MIRIAM QUINTANA, Secretary to
ROBERT M. McCLASKEY, JR.

/mq
Enclosures

MAR 21 AM 9:27
TALLAHASSEE, FLORIDA

SN MAR 27 1996

ARTICLES OF INCORPORATION

The undersigned, a natural person, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is **GINVAREZ CONSTRUCTION CORP.**

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The existence of the corporation is perpetual. The principal place of business of the corporation is: c/o 1550 Madruga Avenue, Suite 120, Coral Gables, Florida 33146.

ARTICLE V

The street address of the initial registered office of the corporation is 1550 Madruga Avenue, Suite 120, Coral Gables, Florida and the initial registered agent of the corporation at that address is **ROBERT M. McCLASKEY, JR.**

The corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time pursuant to the By-Laws of the corporation, but shall not be less than one nor more than seven.

ARTICLE VI

The names and addresses of the members of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until his/her/their successor(s) is/are elected and qualified is/are:

DIRECTOR

ADDRESS

FELIPE ALVAREZ

c/o 1550 Madruga Avenue, #120
Coral Gables, Florida 33146

JORGE ALVAREZ

c/o 1550 Madruga Avenue, #120
Coral Gables, Florida 33146

SALVADOR GINORI

c/o 1550 Madruga Avenue, #120
Coral Gables, Florida 33146

ARTICLE VII

Members of the Board of Directors of any Executive Committee thereof shall be deemed present at a meeting of such Board of Directors or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VIII

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has a direct or indirect interest.

ARTICLE IX

The name and address of the person signing these Articles is:

ROBERT M. McCLASKEY, JR.
1550 Madruga Avenue, Suite 120
Coral Gables, Florida 33146

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved either at a shareholders meeting by the affirmative vote of the holders of two-third (2/3) of the shares entitled to vote thereon or by written consent of all shareholders.

ARTICLE XI

The initial By-Laws of the corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the By-Laws of the Corporation may be amended, modified or repealed as provided by the By-Laws.

EXECUTED this 20 day of March, 1996.

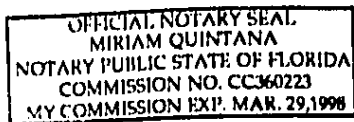

ROBERT M. McCLASKEY, JR.

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared **ROBERT M. McCLASKEY, JR.**, to me known to be the person who subscribed to the foregoing Articles of Incorporation of **GINVAREZ CONSTRUCTION CORP.** and he acknowledged that he did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and seal this 20 day of March, 1996.

S E A L




NOTARY PUBLIC

MIRIAM QUINTANA

My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT

AND

REGISTERED OFFICE

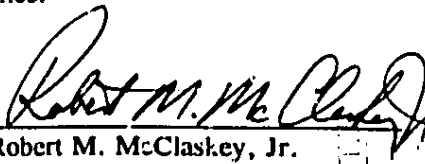
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

GINVAREZ CONSTRUCTION CORP. desiring to organize under the laws of the State of Florida, hereby designates **ROBERT M. McCLASKEY, JR.** as its registered agent and 1550 Madruga Avenue, Suite 120, Coral Gables, Florida 33146 as its registered office.

ACCEPTANCE AS REGISTERED AGENT

Having been named as registered agent for the above corporation, I hereby agree to act in such capacity for such Corporation at its registered office.



Robert M. McClaskey, Jr.
1550 Madruga Avenue, Suite 120
Coral Gables, Florida 33146
(305) 661-4600 - phone
(305) 284-9186 - fax

RECEIVED
FLORIDA
JUN 27 11 09 27