

Sherman & Castro

Attorneys at Law

February 27, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

P 96 0000 28735

FILED
95 MAR 26 AM 8:00
TALLAHASSEE, FLORIDA

Re: RIO PLAZA DEVELOPMENT CORP.

700001757977
-03/26/96--01125--002
****122.50 ****122.50

To Whom It may Concern:

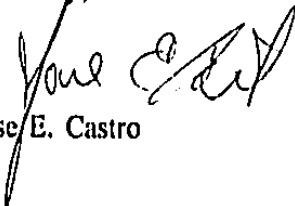
EFFECTIVE DATE
3-15-96

In reference to the above captioned, enclosed is an original and one copy of the Articles of Incorporation for filing. Also enclosed is a check in the sum of \$122.50 to cover your fee for same. Please forward a copy of the filed Articles of this corporation to the undersigned at your earliest convenience.

Thank you for your attention to this matter. Should you have any questions regarding the foregoing, please contact me.

Sincerely,

Jose E. Castro



FILED
95 MAR 26 AM 8:00
TALLAHASSEE, FLORIDA

JEC/bs
ENCLS.

F. CHESSEY APR 3 1996

ARTICLES OF INCORPORATION
OF

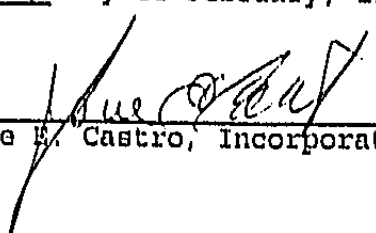
EFFECTIVE DATE
3-15-96 RIO PLAZA DEVELOPMENT CORP.

FILED
26 MAR 26 PM 5:00
CLERK OF CIRCUIT COURT
MIAMI, FLORIDA

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is RIO PLAZA DEVELOPMENT CORP. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is 5720 SW 128th Street, Miami, Florida 33156.
- THIRD:** The corporation is authorized to issues 7,500 shares of common stock, par value \$0 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 218 Almeria Avenue, Coral Gables, Florida 33134.
- FIFTH:** The name and address of the incorporator of the Corporation is: Jose E. Castro, Esquire, 218 Almeria Avenue, Coral Gables, Florida 33134.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director of the Corporation is: Aida Estevez, 11357 SW 158th Place, Miami, Florida 33196.
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.09011 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- TENTH:** The corporate existence of the Corporation shall commence on March 15, 1996.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27 day of February, 1996.



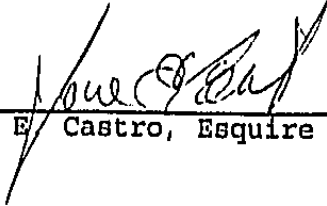
Jose E. Castro, Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Jose E. Castro, Esquire

FILED
96 MAR 26 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96 000028735

LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name

890 S.W. 87 AVENUE SUITE 16
Address

MIAMI, FLORIDA 33174 (305)552-5973
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

800002007058--9

-11/18/96--01019--039

*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. RIO PLAZA DEVELOPMENT CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

FILED
96 NOV 18 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Walk in

☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
☒	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☒	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

RECEIVED
96 NOV 18 AM 11:30
DIVISION OF CORPORATION

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

N. HENDRICKS NOV 18 1996

AMENDMENTS TO THE ARTICLES OF INCORPORATION

OF

RIO PLAZA DEVELOPMENT CORP.

I, the undersigned, being the Secretary of RIO PLAZA DEVELOPMENT CORP., a Florida corporation, do hereby amend its Articles of Incorporation as follows:

ARTICLE III

Effective November 13, 1996, number of shares and the par value of the stock of the corporation shall be changed from:

7,500 shares 0 par value common stock

TO

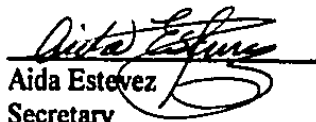
100 shares \$1.00 par value common stock

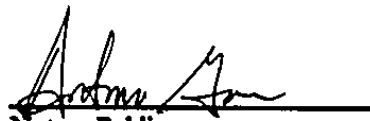
The date of adoption was November 13, 1996.

The number of votes cast for the amendment by shareholders was sufficient for approval.

In all other respects, the Articles of Incorporation shall remain unchanged.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in Miami, Florida, this 8th day of November 1996.


Aida Estevez
Secretary


Notary Public



ANTONIO GARCIA
My Comm Exp. 1/09/99
Bonded By Service Ins
No. CC420891

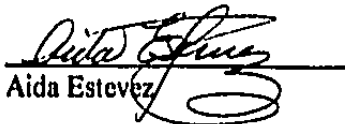
☐ Personally Known ☐ Other ID

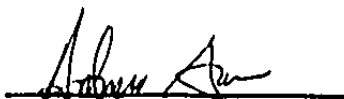
FILED
96 NOV 18 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, personally appeared Aida Estevez known to me to be the Secretary of RIO PLAZA DEVELOPMENT CORP., a Florida corporation, whom, after being duly sworn, acknowledged to me that he executed the foregoing Articles of Amendment to the Articles of Incorporation in his capacity as Secretary of the corporation and that the same in freely and voluntarily for the purpose herein stated.

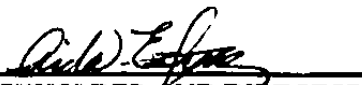
WITNESS my hand and official seal in Miami, Dade County, Florida, this 13th day of November 1996.


Aida Estevez


NOTARY PUBLIC
ANTONIO GARCIA
My Comm Exp. 1/09/99
Bonded By Service Ins
No. CC420891
☐ Personally Known ☐ Other

The undersigned, being the stockholder and director of RIO PLAZA DEVELOPMENT CORP., a Florida corporation, acting pursuant to Section 607, 134, 607, 181 (3) and 607, 394 of the Florida Status, do hereby manifest his intention that the foregoing Articles of Amendment to Articles of Incorporation be Adopted according to its terms.

WITNESS my hand and official seal of Miami, Dade County, Florida, this 13th day of November 1996.


STOCKHOLDER AND DIRECTOR