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**ARTICLES OF INCORPORATION**

**OF**

**EDEN GARDENS OF MIAMI CORPORATION.**

SECRETARIES  
IN THE  
STATE OF  
FLORIDA

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THE UNDERSIGNED ACTING AS SUBSCRIBER OF A CORPORATION UNDER THE FLORIDA CORPORATION LAW, ADOPT THE FOLLOWINGS ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

**ARTICLE I**

THE NAME OF THE CORPORATION IS, EDEN GARDENS OF MIAMI CORPORATION.

**ARTICLE II**

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED TO ENGAGE IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAW OF THE UNITED STATES AND THE STATE OF FLORIDA.

**ARTICLE III**

THE MAXIMUM OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUED AND HAVE OUTSTANDING AT ANY ONE TIME IS 40 SHARES OF COMMON STOCK, AS WHICH COMMON SHALL BE OF NO PAR VALUE. ALL STOCK IS TO ISSUED AS FULLY PAID AND EXEMPT FROM ASSEMENT.

**ARTICLE IV**

THE CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS IS NOT LESS THAN FIVE UNDRED DOLLARS.

**ARTICLE V**

THE EXISTENCE OF THE CORPORATION IS PERPETUAL.

**ARTICLE VI**

THE INITIAL POST OFFICE ADDRESS AND PRINCIPAL OFFICES OF THE CORPORATION IN THE STATE OF FLORIDA SHALL BE AT 13347 S.W. 36 STREET MIAMI, FLORIDA 33175.

Prepared by: Juan Rene Caro Sr.  
13347 S.W. 36th St.  
Miami, Fl 33175  
(305) 266-7733

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## ARTICLE VII

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICES TO AND OTHER ADDRESS WITHIN THE STATE OF FLORIDA.

## ARTICLE VIII

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN (1) NOR MORE THAN (5).

## ARTICLE IX

THE NAME AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND SLATE OF CORPORATE OFFICERS ARE,  
JUAN RENE CARO SR, PRESIDENT, AT 13347 SW 36 STREET, MIAMI, FLORIDA 33175  
JOSE FREIRE, TREASURER, AT 4219 SW 75 AVE, MIAMI FLORIDA 33155.  
TERESITA CARO, SECRETARY, AT 13347 SW 36 STREET, MIAMI, FLORIDA 33175  
ANA FREIRE, VICE-SECRETARY, AT 4219 SW 75 AVE, MIAMI, FLORIDA 33155.

## ARTICLE X

NO STOCKHOLDERS OF THE CORPORATION SHALL BE PERMITTED TO SELL OR OFFER FOR SALE HIS SHARES OF THE STOCK IN THE CORPORATION WITHOUT FIRST OFFERING SAID SHARE FOR SALE TO ALL OTHER STOCKHOLDERS OF THE CORPORATION, AT THEIR BOOK VALUE. THE REMAINING STOCKHOLDERS MAY PURCHASE ALL OR ANY PART OF THE SHARES OF STOCK OFFERED FOR SALE BY THE OTHER STOCKHOLDERS.

## ARTICLE XII

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS UNDER 1244 OF INTERNAL REVENUE CODE, IN ORDER FOR THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVED THE BENEFITS THERE UNDER.

## ARTICLE XII

THE NAME AND POST OFFICE ADDRESS OF THE PERSON SUBSCRIBED THIS ARTICLES OF INCORPORATION IS, JUAN RENE CARO SR., AT 13347 SW 13347 SW 36 ST, MIAMI, FL 33175.

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ARTICLE XIII

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS AND SEALS

THIS 9 DAY OF JULY, 1984.

SUBSCRIBER

(SEAL)

REGISTERED AGENT

(SEAL)

(SEAL)

STATE OF FLORIDA )

COUNTY OF DALLAS )

I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY APPEARED BEFORE ME,  
AND OFFICER DULY AUTHORIZED TO TAKE ACKNOWLEDGMENTS AND ADMINISTER  
OATHS IN THE STATE OF FLORIDA. JUAN REYES CARO JR.

TO ME WELL KNOWN TO BE THE PERSONS DESCRIBED IN AND WHO EXECUTED  
THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED  
BEFORE ME THAT THEY EXECUTED THE SAME FREELY AND VOLUNTARILLY FOR  
THE PURPOSE THEREIN EXPRESSED.

WITNESS, MY HAND AND OFFICIAL SEAL THIS 9 DAY OF JULY,  
1984, AT IRVING COUNTY OF DALLAS STATE OF FLORIDA.

NOTARY PUBLIC, STATE OF FLORIDA AT  
LARGE.

MY COMMISSION EXPIRES.

-- 4 --

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS, EDEN GARDENS OF MIAMI CORPORATION.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS.  
JUAN BENITO CARO MA, AT 13347 SW 36 STREET, MIAMI, FLORIDA 33175.

SIGNATURE 

TITLE PRESIDENT.

DATE JULY 9, 1996.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE JULY 9, 1996.