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7/19/96  
TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
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FAX: (305) 672-9110  
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: ROBERTO SURIS, G.C. CORP.  
FAX AUDIT NUMBER: H96000010074  
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**Articles of Incorporation  
of  
Roberto Suris, G.C. Corp.**

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**Article I. Name**

The name of this Florida corporation is Roberto Suris, G.C. Corp.

**Article II. Address**

The mailing address of the Corporation is:

Roberto Suris, G.C. Corp.  
250 Catalonia, Suite 501  
Coral Gables, FL 33134

**Article III. Capital Stock**

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

**Article IV. Registered Agent**

The name and address of the registered agent of the Corporation is:

Jose A. Rodriguez  
848 Brickell Avenue, Suite 615  
Miami, FL 33131

**Article V. Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest

Jose A. Rodriguez FL Bar Member 989444  
848 Brickell Avenue, Suite 615  
Miami, FL 33131  
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extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Roberto Suris, Sr.  
Roberto Suris, Jr.

Article VI. Incorporator

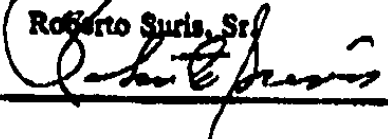
The name and address of the incorporator is:

Roberto Suris, Sr.  
250 Catalonia, Suite 501  
Coral Gables, FL 33134

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of July 19, 1996.

The Incorporator executed these Articles of Incorporation on July 19, 1996.

By: Roberto Suris, Sr.  


Jose A. Rodriguez - FL Bar Member 989444  
848 Brickell Avenue, Suite 615  
Miami, FL 33131  
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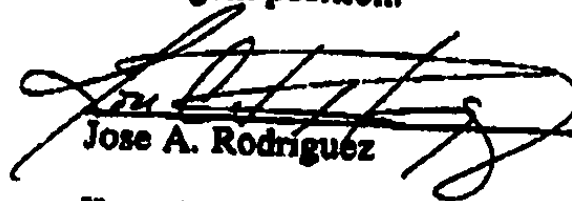
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

**CORPORATION:**  
Roberto Suris, G.C. Corp.

**REGISTERED AGENT:**  
Jose A. Rodriguez  
848 Brickell Avenue, Suite 615  
Miami, FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
Jose A. Rodriguez

Date: July 19, 1996

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