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CORPORATION	NAME(S) & DOCUMENT NUN EFFECTIVE DATE	IBER(S), (if known):
I. LLANS	SO AND LLANSO	CORP.
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NEW FILINGS	AMENDMENTS	
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Limited Liability	Change of Registered Agent	96
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Other	Merger	
OTHER FILINGS	REGISTRATION/	RECEIVED 96 AUG 29 AN ID: 22 DIVISION OF CORPORATION
	QUALIFICATION	
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	Limited Partnership	
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**ARTICLES OF INCORPORATION** OF LLANSO AND LLANSO CORP.

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# ARTICLE I - NAME

The name of this Corporation is LLANSO AND LLANSO CORP. and its address is 55 Ocean Lane Drive, Suite 3033, Key Biscayne, Florida 33149.

# ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on August 28, 1996.

### ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of one (\$.01) penny value common stock, which shall be designated "Common Shares."

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Jorge Llanso, and his address is 55 Ocean Lane Drive, Suite 3033, Key Biscayne, FL 33149.

### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) D<sub>0</sub> Jetors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

#### <u>NAME</u>

ADDRESS

JORGE LLANSO

MARGARITA LLANSO

55 Ocean Lane Drive, Suite 3033 Key Biscayne, FL 33149

55 Ocean Lane Drive, Suite 3033 Key Biscayne, FL 33149

### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

### **ARTICLE IX - PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Jorge Lianse, and his address is 55 Ocean Lane Drive, Suite 3033, Key Biscayne, FL 33149.

## ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of August, 1996.

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# ACCEPTANCE BY REGISTERED AGENT

SERIEZG AILO: 57 HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 28TH DAY OF AUGUST, 1996.

olfe Jørge Llanso, Registered Agent

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