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701 DIVISION OF CORPORATIONS

9/11/96

FAX #1 (D04)922-4001

PROMI CORPORATE CREATIONS INTERSWITIONAL INC. CONTACT: JOHNNY C RODRIQUEZ

ACCT#1 073171003004

FAX #: (305)672-9110

PHONE: (305)672-0686

NAME: EL GALLEGO HAR Y TIERRA, INC. AUDIT HUMBER.....1196000012697

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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Aeptember 12, 1996

CORPORATE CREATIONS INTERNATIONAL INC.

TALLAHASSEE, FL

SUBJECT: EL GALLEGO MAR Y TIERRA, INC.

REF: W96000019162

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please provide an English translation for the entity's name in your cover

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 467-6878.

Terri Buckley Corporate Special: it

FAX Aud. #: #96000012697 Letter Number: 096A00042391

TERRI - Please note, the translation

ÌS:

"The Galician DONN AND LAND, INC."

THANKS.

## Articles of Incorporation of El Gallego Mar y Tierra, Inc.

#### Article I. Name

The name of this Florida corporation is: El Gallego Mar y Tierra, Inc.

#### Article II. Address

The mailing address of the Corporation is:

El Gallego Mar y Tierra, Inc. 8401 NW South River Drive Miami FL 33166

#### 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:

Hugo Florido Hugo Florido, P.A. 2100 West 76th Street, Suite 401 Hialeah FL 33016

#### 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.

H96000012697

Hugo Florido FL Bar Member 949256 Hugo Florido, P.A. 2100 West 76th Street, Suite 401 Hialeah FL 33016 305-828-1690 • Fax 305-828-1798



The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Juana Ines Castro David Castro

#### Article VI. Incorporator

The name and address of the incorporator is:

Hugo Florido Hugo Florido, P.A. 2100 West 76th Street, Suite 401 Hialeah FL 33016

#### Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective September 11, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on September 11, 1996

**HUGO FLORIDO** 

by L.A. Urlarte as attorney-in-fact

H96000012697

Hugo Florido FL Bar Member 949256 Hugo Florido, P.A. 2100 West 76th Street, Suite 401 Hialean FL 33016 305-828-1690 • Fax 305-828-1798

### CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION:

El Gallego Mar y Tierra, Inc.

REGISTERED AGENT:
Hugo Florido
Hugo Florido, P.A.
2100 West 76th Street, Suite 401
Hialeah FL 33016



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 ail 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.

HUGO FLORIDO

by L.A. Uriarte as attorney-in-fact

Date: 9/11/96

H96000012697

Hugo Florido FL Bar Member 949256 Hugo Florido, P.A. 2100 West 76th Street, Suite 401 Hialeah FL 33016 305-828-1690 • Fax 305-828-1798

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Examiner's Initials

CR2E031(1/95)



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 4, 1998

JUANA I. CASTRO 8401 NW SOUTH RIVER DR. MEDLEY, FL 33166

SUBJECT: EL GALLEGO MAR Y TIERRA, INC. Ref. Number: P96000075788

We have received your document for EL GALLEGO MAR Y TIERFIA, INC.. However, the document has not been filed and is being returned for the following:

The fee to file your document is \$35.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard Corporate Specialist

Letter Number: 296A00050496



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 30, 1996

JUANA INE'S CASTRO 8401 NW SOUTH RIVER DR. MEDLEY, FL 33166

SUBJECT: EL GALLEGO MAR Y TIERRA, INC. Ref. Number: P96000075788

Upon receipt of your letter and/or check(s) totaling \$35.00, no document was found. Please send your document with any fees due to:

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Please return a copy of this letter to ensure your money is properly credited.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

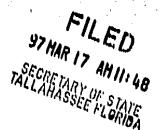
Velma Shepard Corporate Specialist

Letter Number: 396A00057707

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DIVISION OF CORPORATIONS

EL GALLEGO MAR Y TIERRA, INC.

#### RESIGNATION SECRETARY AND TREASURER



I, DAVID CASTRO, the undersigned Secretary and Treasurer of the above named Florida corporation, do hereby tender my resignation, to take effect upon the adjournment of the meeting of the Board of Directors at which this resignation is accepted. I further relinquish any and all of my existing shares of the corporation.

DATED this 16th day of October, 1990.

BEFORE ME, the undersigned authority, personally appeared DAVID CASTRO, having produces a Florida Driver's License, who after being first duly sworn, deposes and states that the contents of the above Petitioner for the Financial Affidavit are true and correct to the best of his knowledge and belief.

SWORN TO and SUBSCRIBED before me this 17th day of

October, 1996.

MY COMMISSION EXPIRES: 2/11/97

MARIA A. PORTE-GONZALEZ My Comm Exp. 2/11/97 Bonded By Service Ins