

**LEONARD L. LISZEWSKI**

Law Office

(041) 334-0128  
Fax (041) 334-0805

2110 Cleveland Avenue  
Fort Myers, FL 33901

**P96000101757**

December 10, 1996

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-12/12/96--01032--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: LatinAmerican Assets Management, Inc.

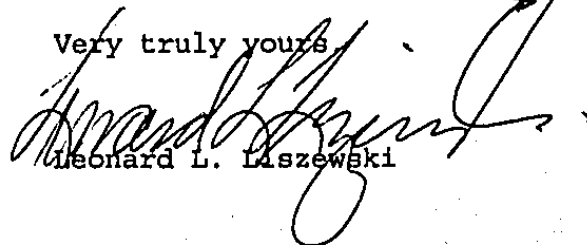
Dear Clerk:

Enclosed please an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 as follows:

Filing Fee	\$35.00
Registered Agent Fee	<u>35.00</u>
<b>TOTAL</b>	<b>\$70.00</b>

Please return a stamped copy to our office in the envelope top provided. Thank you for your assistance in this matter.

Very truly yours,

  
Leonard L. Liszewski

LLL/slm  
Enclosures

DEC 17 1996

BSB

**FILED**  
96 DEC 12 PM 11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

LATINAMERICAN ASSETS MANAGEMENT, INC.

**FILED**  
96 DEC 12 PM 4:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be LATINAMERICAN ASSETS MANAGEMENT, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be 208 Lincoln Avenue, Lehigh Acres, FL 33972.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares at \$1.00 par value per share.

ARTICLE V - REGISTERED AGENT AND OFFICE

The initial registered agent of the corporation shall be Leonard L. Liszewski, Esq. and the initial registered office of the corporation shall be 2110 Cleveland Avenue, Fort Myers, FL 33901.

ARTICLE VI - TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE VII - OFFICERS AND DIRECTORS

The corporation shall have four (4) officers and directors initially. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

Ana-Maria Arroyo  
President/Director

211 Lincoln Avenue  
Lehigh Acres, FL 33972

Fidel V. Arroyo  
Vice President/Director

211 Lincoln Avenue  
Lehigh Acres, FL 33972

Luz Magaly Cifuentes  
Secretary/Director

208 Lincoln Avenue  
Lehigh Acres, FL 33972

Gregorio Cifuentes  
Treasurer/Director

208 Lincoln Avenue  
Lehigh Acres, FL 33972

#### ARTICLE VIII - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

#### ARTICLE IX - SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as a Subchapter S corporation.

#### ARTICLE X - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is ANA-MARIA ARROYO, 211 Lincoln Avenue, Lehigh Acres, FL 33972.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of December, 1996.

  
\_\_\_\_\_  
ANA-MARIA ARROYO, Incorporator

#### ACCEPTANCE OF REGISTERED AGENT

LEONARD L. LISZEWSKI, having been designated as Registered Agent in the foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under §607.0505, Florida Statutes.

  
\_\_\_\_\_  
LEONARD L. LISZEWSKI, Registered Agent

FILED  
DEC 12 PM 4:11  
CLERK OF STATE  
TALLAHASSEE, FLORIDA