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Alberto Martineg Origula, Sr. 11366 S.W. 184 Street Miami, F. 33157

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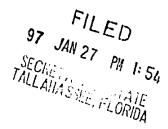
CERTIFICATE OF INCORPORATION

OF

LATIN ECHOS, INC.

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## CERTIFICATE OF INCORPORATION

OF

# LATIN ECHOS, INC.

I, THE UNDERSIGNED, IN ORDER TO FORM A CORPORATION UNDER AND PURSUANT TO THE PROVISIONS OF THE LAWS OF THE STATE OF FLORIDA FOR CERTIFICATE OF INCORPORATION.

ARTICLE I

NAME OF CORPORATION

THE NAME OF THE PROPOSED CORPORATION SHALL BE:

LATIN ECHOS, INC.

ARTICLE II

NATURE OF BUSINESS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION SHALL BE SERVICE AND RETAILS AND ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III

CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THE CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: 500 SHARES AT \$1.00 PAR VALUE.

ARTICLE IV

INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS NOT MORE THAN FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

#### ARTICLE VI

# PRINCIPAL PLACE OF BUSINESS

THE INITIAL STREET ADDRESS IN THIS STATE OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS 11366 S.W. 184 ST., MIAMI, FLORIDA 33157. THE BOARD OF DIRECTORS MAY FROM TIME TO TIME, MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

## ARTICLE VII

# **DIRECTORS**

THIS CORPORATION SHALL HAVE INITIALLY NOT LESS THAN ONE (1) DIRECTOR. THE NUMBER OF DIRECTORS MAY INCREASED OR DIMINISHED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

#### ARTICLE VIII

#### INITIAL DIRECTOR

THE NAME AND STREET ADDRESS OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS IS: ALBERTO MARTINEZ ARIZALA, SR.

PRESIDENT, TREASURER, AND SECRETARY, LIVING AT 7001 S.W. 83 CT. MIAMI, FLORIDA 33143

#### ARTICLE IX

## SUBSCRIBER

THE NAMES AND STREET ADDRESSES OF THE SUBSCRIBERS OF THESE ARTICLES OF INCORPORATION, THE NUMBER OF THE SHARES OF THE STOCK WHICH THEY AGREE TO TAKE, AND THE PAR VALUE THEREFORE ARE:

NAME ALBERTO MARTINEZ ARIZALA, SR. ADDRESS 7001 S.W. 83 CT. MIAMI, FL 33143 SHARES PAR VALUE 500 \$1.00



#### ARTICLE X

# REGISTERED AGENT

THE INITIAL DESIGNATION OF THE REGISTERED OFFICE OF THIS CORPORATION SHALL BE 11366 S.W. 184 ST., MIAMI, FL 33157 AND THE REGISTERED AGENT SHALL BE ALBERTO MARTINEZ ARIZALA, SR.

PERSUANT TO FLORIDA STATUTES SECTION 607.164, HAVING BEEN NAMED TO ACCEPT PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

ARTICLE XÍ

AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT THE STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ENTITLE TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL THE STOCK-HOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

IN WITNESS WHEREOF, I, THE INCORPORATOR ABOME NAMED, HAVE HEREUNTO SET MY HAND AND SEAL THIS 28 DAY OF DEC. **1996.** 

SWORN AND SUBSCRIBED BEFORE ME THIS 28/DAY OF DEC. 1996

NOTARY PLATE C RUBEN MARRENO STATE OF PLACE PACOMMISSION CC321105 EXPIRES November 3, 1997

BONDED THRU TROY FAIN INSURANCE, INC.

MY COMMISSION EXPIRES: