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TO: DIVISION OF CORPORATIONS

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FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: STELLA-MAR, INC.

AUDIT NUMBER.....H97000002222

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION  
OF  
STELLA-MAR, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME OF CORPORATION**

The name of this Corporation shall be:

**STELLA MAR, Inc.**

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of this Corporation is: 4995 N.W. 72 Avenue, Ste. 400, Miami, Florida 33166.

**ARTICLE III  
AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 500 shares of Common Stock, par value \$1.00 per share.

**ARTICLE IV  
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is 701 Brickell Avenue, Ste. 1900, Miami, Florida 33131 and the initial registered agent of this Corporation at that address shall be Armando E. Lacasa.

This instrument prepared by:  
Armando E. Lacasa Esq.  
Ruden, McClosky, Smith, Schuster & Russell, P.A.  
701 Brickell Avenue, Suite 1900  
Miami, Florida 33131  
FBN 232203  
(305) 789-2793

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**ARTICLE V  
INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

Armando E. Lacasa  
701 Brickell Avenue, Suite 1900  
Miami, Florida 33131

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be increased by the By-Laws to seven directors but shall never be less than one. The name and address of the initial director of the corporation is Genaro Delgado Parker, 891 Harbour Drive, Key Biscayne, Florida 33149.

**ARTICLE VII  
INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE VIII  
OFFICERS**

This corporation shall initially have 1 officer consisting of a President/Secretary. The number and type of officers may be changed from time to time by the bylaws, but shall never be less than one officer consisting of a President/secretary. The name and address of the officer is Genaro Delgado Parker, 891 Harbour Drive, Key Biscayne, Florida 33149 - President/Secretary.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 6th day of February, 1997.



Armando E. Lacasa, Incorporator

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THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0605.

DATED: February 6, 1997.

  
Armando E. Lacasa, Registered Agent

This instrument prepared by:

Armando E. Lacasa, Esq.  
Raden, McClellan, Smith, Schuster & Russell, P.A.  
701 Brickell Avenue, Suite 1900  
Miami, Florida 33131  
FBN 232203

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