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ACCOUNT NO. : 07210000032 REFERENCE: 252372 ___149395A \$ 122.50 COST LIMIT : ORDER DATE: February 7, 1997 ORDER TIME : 9:48 AM - 900002081399--S STEELINE ME ORDER NO. : 252372-005 CUSTOMER NO: 149395A CUSTOMER: Kristine Napoles, Legal Asst BEATRIZ M. CAPOTE, P.A. 17th Floor 1101 Brickell Avenue Miami, FL 33131 DOMESTIC FILING NAME: C & O INVESTMENTS, INC. EFFECTIVE DATE: ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Susana Romagosa EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION OF C & O INVESTMENTS, INC.

SECRETARIASSEE, FISAIR

ARTICLE I



ARTICLE II DURATION

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

ARTICLE III
PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

ARTICLE IV PRINCIPAL OFFICE

The principal office of the corporation is: 9221 S.W. 66 Street, Miami, Florida 33173.

ARTICLE V MAILING ADDRESS

The mailing address of the corporation is: 9221 S.W. 66 Street, Miami, Florida 33173.

ARTICLE VI CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 9221 S.W. 66

Street, Miami, FL 33173, and the name of the initial Registered Agent of this Corporation at that address is RAFAEL ORTEGA.

ARTICLE VIII INCORPORATOR

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

Name

Address

RAFAEL ORTEGA

9221 S.W. 66 Street Miami, FL 33173

ARTICLE IX POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE X AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

ARTICLE XI EFFECTIVE DATE

The effective date of this Corporation shall be February 5, 1997.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this Hay of February, 1997.

RAFAEL ORTEGA

STATE OF FLORIDA: COUNTY OF DADE:

I HEREBY CERTIFY that on this ______ day of February, 1997, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements,

RAFAEL ORTEGA, who is personally known to me.

NOTARY PUBLIC, State of Florida Print Name: KRISTINE NAPOLES

My Commission Expires:

KRI † Ay Exp

KRISTINE NAPOLES My Commission CC408545 Expires Dec. 03, 1998

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT C & O INVESTMENTS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED RAFAEL ORTEGA, LOCATED AT 9221 S.W. 66 Street, MIAMI, FLORIDA, 33173, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

RAFAEL ORTEGA, Incorporator

DATE: 2-5-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

RAFAEL ORTEGA

97 FEB -7 PH 2: 35
SECRETARY OF STATE
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