

P97000026079

S

1:26 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

(((H97000004787 2)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CHIVA HOLDINGS, INC.

AUDIT NUMBER.....H97000004787

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

** INVALID SELECTION...PLEASE RE-ENTER **

ENTER SELECTION AND <CR>: M

Help F1 Option Menu F2

NUM CAPS Connect: 00:06:32

FILED
97 MAR 24 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR 24 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.01/06

EMPIRE CORPORATE KIT

MAR-24-1997 12:34

nc 3/24/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 24, 1997

EMPIRE

SUBJECT: CHIVA HOLDINGS, INC.
REF: W97000006654

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6067.

Neysa Culligan
Document SpecialistFAX Aud. #: H97000004787
Letter Number: 297A00014607

ARTICLES OF INCORPORATION
OF

H97000004787

CHIVA HOLDINGS, INC.

FILED
97 MAR 24 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is CHIVA HOLDINGS, INC.

ARTICLE II

This existence of this corporation shall be perpetual unless dissolved according to Florida law. In the event of dissolution of this corporation, all remaining assets of the corporation shall be transferred and delivered according to Florida law.

ARTICLE III

This corporation is organized for the purpose of acquiring by purchasing, exchanging, leasing, or otherwise, and owning, holding, using, developing, operating, selling, assigning, leasing, transferring, conveying, exchanging, mortgaging, creating security interests in, pledging, or otherwise disposing of or dealing in and with, real and personal property of every class or description and the rights and privileges therein wheresoever situate as well as transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ROBERTS & SALAZAR, L.L.P.
50 West Machta Drive
Suite 2

Key Biscayne, Florida 33149
Telephone: (305) 361-1383

FBN.
Lizzett Salazar, Esq. 0977410

H97000004787

H9 7000004787 ARTICLE IV

The address of the principal office of the Corporation is
445 Grand Bay Drive, Unit 707, Key Biscayne, Florida 33149.

ARTICLE V

The initial mailing address of this corporation shall be:
445 Grand Bay Drive, Unit 707, Key Biscayne, Florida 33149.

ARTICLE VI

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE VII

The corporation shall be managed by a Board of Directors. The number of Directors, method of election and the method of removal of Directors shall be as provided in the By-laws of the corporation. The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

Luis Murina
C/O Banco Santander
1401 Brickell Ave.
Miami, Florida 33131

ARTICLE VIII

The corporation shall have such Officers with such duties as provided in the By-laws.

H9 7000004787

497000004787

ARTICLE IX

The By-laws of this corporation may be adopted, altered, amended or repealed by the Directors.

ARTICLE X

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XI

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

ARTICLE XII

The initial street address of the Corporation's registered office is Roberts & Salazar, L.L.P. 50 West Mashta Drive, Suite 2, Key Biscayne, Florida 33149. The initial registered agent for the Corporation at that address is Lisette Pie Salazar, Esquire.

ARTICLE XIII

The names and street address of the person signing these articles of incorporation is:

Lisette Pie Salazar
50 West Mashta Drive,
Suite 2,
Key Biscayne, Florida 33149.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of March, 1997.

497000004787


Lisette Pie Salazar

H97000004787

ACCEPTANCE OF REGISTERED AGENT

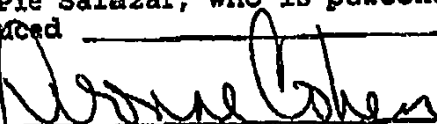
Having been named to accept service of process for CHIVA HOLDINGS, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Lisette Pie Salazar

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing instrument was acknowledged before me this 21 day of March, 1997 by Lisette Pie Salazar, who is personally known to me ✓ or who has produced _____ as identification.

My Commission Expires:


Notary Public, State of Florida

OFFICIAL NOTARY SEAL
IVONNE COHEN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC307303
MY COMMISSION EXP. SEPT 26, 1997

FILED
97 MAR 24 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000004787