

BENITEZ & BUTCHER, P. A.

ATTORNEYS AND COUNSELORS AT LAW

1223 EAST CONCORD STREET  
ORLANDO, FLORIDA 32803

(407) 894-5000  
FAX (407) 896-8061

*P97000027285*  
March 19, 1997

Division of Corporation  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

RE: Articles of Incorporation  
THE VALENCIA CORPORATION

600002120266--2  
-03/21/97--01037--011  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

EFFECTIVE DATE  
3-19-97

Please find enclosed the Articles of Incorporation for the above referenced matter. Also, enclosed is a check for \$122.50. The \$70.00 for the filing of the Articles and \$52.50 for the Certificate.

Please notice that the effective date is March 19, 1997.

Very truly yours,  
BENITEZ & BUTCHER, P.A.

By:

*Gus R. Benitez*  
Gus R. Benitez

GRB/js  
Enc.

97 MAR 21 PM 1:34

ARTICLES OF INCORPORATION  
OF  
*THE VALENCIA CORPORATION*

FILED  
97 MAR 21 PM 1:34  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation of such corporation:

EFFECTIVE DATE  
3-19-97

ARTICLE ONE

The name of this corporation shall be *THE VALENCIA CORPORATION*.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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*The Valencia Corporation*  
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**ARTICLE FOUR**

The corporation is authorized to issue six hundred (500) shares of capital stock, all of one class, at One Dollar (\$1.00) par value.

**ARTICLE FIVE**

The corporation shall have two (1) director. The business of the corporation shall be managed by the Board of Directors in conformity with these Articles and the By-Laws to be promulgated.

**ARTICLE SIX**

Any action required to be taken by the shareholders shall be taken in conformity with these Articles and the By-Laws to be promulgated.

(a) QUORUM AND VOTING: A majority of the outstanding shares of all stock entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the outstanding shares represented at the meeting and entitled to vote on the subject matter shall be the act of the

**ARTICLES OF INCORPORATION**  
*The Valencia Corporation*  
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shareholders. Shareholders shall be deemed present at any meeting if a conference by telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used, so long as all parties to the communication are aware that the shareholders' meeting is called to order.

(b) **INFORMAL ACTION:** If all shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing or writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the shareholders.

**ARTICLE SEVEN**

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

**ARTICLE EIGHT**

The power to adopt, alter, amend or repeal the by-laws of this corporation of these Articles of Incorporation shall be vested in the Board of

**ARTICLES OF INCORPORATION**

*The Valencia Corporation*

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Directors.

**ARTICLE NINE**

The date the corporate existence of this corporation shall commence shall be March 19, 1997.

**ARTICLE TEN**

The name of the Incorporator signing these Articles of Incorporation is:

JUAN FERNANDEZ  
1713 Martinsville Court  
Orlando, Florida 32825


**ARTICLE TEN**

The name of the initial registered agent and the address of the initial registered office is also the principal address of the corporation and is as follows:

JUAN FERNANDEZ  
1713 Martinsville Court  
Orlando, Florida 32825

ARTICLES OF INCORPORATION  
The Valencia Corporation  
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IN WITNESS WHEREOF, the undersigned Incorporator has  
executed these Articles of Incorporation this 19th day of March, 1997.

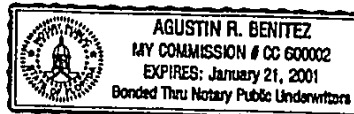
  
JUAN FERNANDEZ, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this  
19 day of MARCH, 1997 by JUAN FERNANDEZ, who  
is personally known to me or who has produced \_\_\_\_\_ as  
identification and who did take an oath.

  
NOTARY PUBLIC

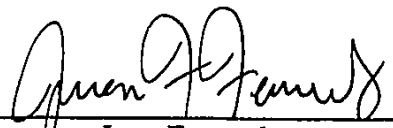
AGUSTIN R. BENITEZ  
Printed or typed name of Notary



(SEAL)

REGISTERED AGENT

I hereby accept the appointment as Registered Agent for the  
above-named corporation.

  
Juan Fernandez  
1713 Martinsville Court  
Orlando, Florida 32825

FILED  
97 MAR 21 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA