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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: ~~JOHN C. ROMERO~~

LUIS

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: ROMERO GROUP, INC.

AUDIT NUMBER.....H97000007278

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

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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ARTICLES OF INCORPORATION

Article I. Name

EFFECTIVE DATE

5-2-97

The name of this Florida corporation is:
Romero Group, Inc.

Article II. Address

The mailing address of the Corporation is:
Romero Group, Inc.
4100 Palm Avenue
Hialeah FL 33012

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Maria Eugenia Romero
4100 Palm Avenue
Hialeah FL 33012

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Maria Eugenia Romero

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jose A. Rodriguez | FL Bar Member 989444
Law Office of Jose A. Rodriguez
777 Brickell Avenue, Suite 950
Miami FL 33131
305-377-1218

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$0.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Maria Eugenia Romero
4100 Palm Avenue
Hialeah FL 33012

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective May 2, 1997.

The undersigned incorporator executed these Articles of Incorporation on May 2, 1997



MARIA EUGENIA ROMERO

Jose A. Rodriguez (FL Bar Member 888444)
Law Office of Jose A. Rodriguez
777 Brickell Avenue, Suite 800
Miami FL 33131
305-377-1218

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE****CORPORATION:****Romero Group, Inc.****REGISTERED AGENT/OFFICE:****Maria Eugenia Romero
4100 Palm Avenue
Hialeah FL 33012**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

**Maria Eugenia Romero****Date: May 2, 1997**

**Jose A. Rodriguez | FL Bar Member 989444
Law Office of Jose A. Rodriguez
777 Brickell Avenue, Suite 850
Miami FL 33131
305-377-1218**

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