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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: SAINT JORGE, INC.
AUDIT NUMBER.....H97000007596
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 6
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
SAINT JORGE, INC

(6)

ARTICLE I

The name of this corporation shall be:
SAINT JORGE, INC

With the principal place of business located at:
18170 W DIXIE HIGHWAY
AVENTURA, FL 33160

FLORIDA
REGISTRATION
FLORIDA

97 MAY 8 - 85
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FLORIDA

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of Common Stock, par value \$1.00 (one U.S. dollar) per share.

ARTICLE IV
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this Corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V
INITIAL REGISTERED OFFICE

The street address of the registered office of this Corporation is:
18179 W DIXIE HIGHWAY
AVVENTURA, FL 33160

The Name of the initial REGISTERED AGENT of this Corporation is:
JORGE LUIZ C. ESTEVES

PREPARED BY: THE LAW OFFICES OF RICARDO SANTIAGO SANCHEZ
RICARDO SANTIAGO SANCHEZ, ESQ., FLA. BAR # 835285
111 NE 3rd AVE 9th FLOOR, MIAMI, FL 33132 (305) 373-6211

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**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This Corporation shall have 1 Director(s) initially, the number of Directors may be either increased or diminished from time to time the bylaws, but shall never be less than one (1). The initial Director(s) of this Corporation is/are:

President - JORGE LUIZ C ESTEVEZ
Director Secretary - ALEXIS OBERST VIEIRA

**ARTICLE VII
INCORPORATOR**

The name and address of the person signing this article is:

JORGE LUIZ C ESTEVEZ
1000 WILLIAM ISLAND BLVD 2304
AVVENTURA FL 33160

**ARTICLE VIII
INDEMNIFICATION**

The Corporation shall indemnify any officer or Director, or any former officers or Directors to the full extent permitted by law.

**ARTICLE IX
MANAGEMENT OF CORPORATION SHAREHOLDERS**

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the Director of, shareholders of this Corporation.

**ARTICLE X
BY-LAWS**

The power to adopt, after, amend or repeal by-laws shall be vested on the BOARD OF DIRECTORS and the SHAREHOLDER.

IN WITNESS WHEREOF, The undersigned incorporator has executed these Article of Incorporation this 07 DAY OF MAY OF 1997

H97000007596

Jorge L. Estevez
Incorporator

H97000007596

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED.

JORGE LUIZ C. ESTEVES

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING
ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE
ME THAT HE EXECUTED SAME.

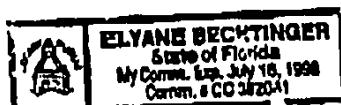
IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND
AFFIXED MY OFFICIAL SEAL.

IN THE STATE AND COUNTY AFORESAID

THIS 07 DAY OF MAY , 1997


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



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FILED

97 MAY -8 AM 10:35

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

THAT SAINT JORGE INC
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF
FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY
OF DADE, STATE OF FLORIDA HAS APPOINTED:

JORGE LUIZ C. ESTEVES

AS ITS AGENT ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

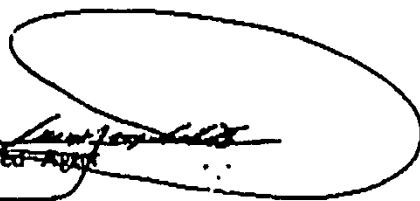
ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:

SAINT JORGE, INC

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
FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE
APPLICABLE PROVISION OF THE FLORIDA STATUTES.

THIS 07 DAY OF MAY 1997



Registered Agent

H97000007596

P.12/13

EMPIRE CORPORATE KIT

MAY-08-1997 09:46

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SPECIFIC POWER OF ATTORNEY

BE IT KNOWLEDGED, THAT I, SAINT JORGE, INC THE
UNDERSIGNED, TO HEREBY GRANT A LIMITED AND SPECIFIC POWER OF
ATTORNEY TO THE LAW OFFICES OF RICARDO SANTIAGO SANCHEZ OF
MIAMI, FL - AS MY ATTORNEY IN-FACT.

SAID ATTORNEY-IN-FACT SHALL HAVE FULL POWER AND AUTHORITY TO
UNDERTAKE AND PERFORM ONLY THE FOLLOWING ACTS ON MY BEHALF:
MANAGE THE PROCEDURES IN ORDER TO OBTAIN FLIN #, ANY KIND OF BUSINESS
LICENSES, INQUIRE ABOUT LIABILITIES WITH THE IRS., FLORIDA DEPARTMENTS,
CUSTOMS, AND ANY OTHER GOVERNMENTAL OFFICE. THE AUTHORITY HEREIN
SHALL INCLUDE SUCH INCIDENTAL ACTS AS ARE REASONABLY REQUIRED TO
CARRY OUT AND PERFORM THE SPECIFIC AUTHORITIES GRANTED HEREIN.

MY ATTORNEY-IN-FACT AGREES TO ACCEPT THIS APPOINTMENT SUBJECT TO ACT
AND PERFORM IN SAID FIDUCIARY CAPACITY CONSISTENT WITH MY BEST
INTEREST AS MY ATTORNEY-IN-FACT IN THIS DISCRETION DEEMS ADVISABLE.

THIS POWER OF ATTORNEY IS EFFECTIVE UPON EXECUTION. THIS POWER OF
ATTORNEY MAY BE REVOKED BY ME AT ANY TIME, AND SHALL AUTOMATICALLY
BE REVOKED UPON MY DEATH, PROVIDED ANY PERSON RELYING ON THIS POWER
OF ATTORNEY SHALL HAVE FULL RIGHTS TO ACCEPT AND RELY UPON THE
AUTHORITY OF MY ATTORNEY-IN-FACT UNTIL IN RECEIPT OF ACTUAL NOTICE OF
REVOCATION.

SIGNED UNDER SEAL THIS

07 DAY OF MAY ,1997

STATE OF FLORIDA
COUNTY OF DADE

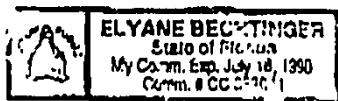
On / / before me, RICARDO SANTIAGO SANCHEZ personally appeared:

Personally known to me (or proved to me on the basis of satisfactory evidence) to be the person
whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they
executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on
the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the
instrument.

WITNESS MY HAND AND OFFICIAL SEAL.

Signature

Notary Public



Affiant Known Produced ID
Type of ID

H9700007596

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EMPIRE CORPORATE KIT

MY-08-1997 09:46