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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600002245406--4

-07/23/97--01096-013  
\*\*\*131.25 \*\*\*131.25

Subject: Summit of the Americas International, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$131.25 which covers the costs for the Filing Fee, a Certified Copy and Certificate.

From: Edward King  
19640 West Saint Andrews Drive, Miami, FL 33015

(Day Telephone) 305-458-0411

  
Edward King, President  
19640 West Saint Andrews Drive, Miami, FL 33015

FILED  
97 JUL 23 AM 9:26  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

T.M. - 7/25/97

**ARTICLES OF INCORPORATION FILED**  
**OF**  
**SUMMIT OF THE AMERICAS INTERNATIONAL, INC.** JUL 26 9:26

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to the Florida Profit Corporation Act, Section 607.0202, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of this corporation shall be:

**SUMMIT OF THE AMERICAS INTERNATIONAL, INC.**

**ARTICLE II**

**BUSINESS ADDRESS**

The principal place of business of this corporation shall be:

19640 West Saint Andrews Drive, Miami, FL 33015

**ARTICLE III**

**SHARES**

The corporation is authorized to issue ten thousand (10,000) shares of one cent (\$.01) par value Common Stock, which shall be designated "Common Shares".

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TALLAHASSEE, FLORIDA

#### ARTICLE IV

##### INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and registered office are:

Registered Agent: Edward King

Registered Office: 19640 West Saint Andrews Drive, Miami, FL 33015

#### ARTICLE V

##### INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and address of the initial director of the corporation is as follows:

Edward King ..... 19640 West Saint Andrews Drive, Miami, FL 33015

Jorge Palmero ..... 19640 West Saint Andrews Drive, Miami, FL 33015

#### ARTICLE VI

##### INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Edward King ..... 19640 West Saint Andrews Drive, Miami, FL 33015

Jorge Palmero ..... 19640 West Saint Andrews Drive, Miami, FL 33015

Executed this 14th day of July, 1997, by the undersigned Incorporator.

  
\_\_\_\_\_  
Jorge Palmero

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

The name of the corporation is: Summit of the Americas International, Inc.

The name and address of the initial registered agent and registered office are:

Registered Agent: Edward King

Registered Office: 19640 West Saint Andrews Drive, Miami, FL 33015

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my positions as registered agent.



Edward King, Registered Agent

Dated: July 14, 1997

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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