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| NEW FILINGS Profit NonProfit  | Pick up time Will wait Photocopy  AMENDMENTS  Amendment Resignation of R.A., Officer/ Director  | Certified Copy Certificate of Status  700002355217                    |
| NEW FILINGS Profit NonProfit Limited Liability  | Pick up time  Will wait Photocopy  AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director  Change of Registered Agent  | Certified Copy Certificate of Status                                  |
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# ARTICLES OF INCORPORATION OF AHE VENTURES, INC.



#### ARTICLE I - NAME

The name of this Corporation is AHE VENTURES, INC. and its address is c/o Maria R. Millares, 4649 Ponce de Leon Boulevard, Suite 304, Coral Gables, Florida 33146.

## **ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

## ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

# ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares of one penny (\$.01) par value common stock, which shall be designated "Common Shares."

# <u>ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT</u>

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

| NAME |   | ADDRESS |
|------|---|---------|
|      | _ | <u></u> |

Albrecht Hertz-Eichenrode 4649 Ponce de Leon Boulevard

Suite 304

Coral Gables, Florida 33146

Maria R. Millares 4649 Ponce de Leon Boulevard

Suite 304

Coral Gables, Florida 33146

#### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

# ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

# ARTICLE IX - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Raul J. Salas, and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

#### ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

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

Raul J. Salas, Incorporator

#### ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

IN WITNESS WHEREOF, THE UNDERSIGNED HAS EXECUTED THIS ACCEPTANCE THIS 2/ DAY OF NOVEMBER 1997.

CORPORATION COMPANY OF MIAMI

r. Ullenni

Adrienne I. Swain, Assistant Secretary for CORPORATION COMPANY OF MIAMI

(Registered Agent)

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