

3/23/98

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
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ACCT#: 072450003255

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NAME: KOM HOME, INC.

AUDIT NUMBER.....H98000005634

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

CERT. OF STATUS..0

PAGES..... 4

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B. BROCK MAR 24 1998

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**ARTICLES OF INCORPORATION**

**OF**

**KOM Home, Inc.**

**ARTICLE I. CORPORATE NAME.**

The name of this corporation is: KOM Home, Inc.

Corporate Address: 3629 Torremolinos Avenue, Miami, FL 33178

**ARTICLE II. NATURE OF BUSINESS.**

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

**ARTICLE III. DURATION.**

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:

**March 23, 1998.**

**ARTICLE IV. CAPITAL STOCK.**

This corporation is authorized to issue shares of stock as follows:

A. **Designation:** The stock of this corporation shall be known as Common Stock.

B. **Authorized:** The maximum number of shares of Common Stock that this corporation may issue is: **1000.**

C. **Par Value:** Each share of Common Stock shall have \$10.00 par value.

D. **Consideration:** Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any other combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.

E. **Non-accessibility:** Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

F. **Voting Rights:** Each share of Common Stock shall entitle the record holder thereof, to one vote upon each proposal presented at meetings of the stockholders of the corporation.

G. **Dividends:** Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

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Prepared By: Helen C. Costa, Esq. / Costa & Associates, P.A.  
7330 West 26<sup>th</sup> Avenue, Miami Lakes, FL 33016-1835  
305-4827-0100 Fax: 305-558-3710

FBN-0033863

H. Liquidation Rights: holders of common stock are entitled, upon the dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

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#### ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The street address of the Initial Registered Office of this corporation is: 3629 Torremolinos Avenue, Miami, FL 33178 and the name of the Initial Registered Agent of this corporation at that address is Luis Morales Valerio.

#### ARTICLE VI. DIRECTORS.

This corporation shall have initially 3 (three) Directors. The number of Directors may either increase or decrease, from time to time by the bylaws but shall never be less than one. The name and address of the Director of this corporation is:

Luis Morales Valerio - Director- at 3629 Torremolinos Avenue, Miami, FL 33178

Guillermo Feliz - Director- at 3629 Torremolinos Avenue, Miami, FL 33178

Ana Maria Uribe Ortiz - Director- at 3629 Torremolinos Avenue, Miami, FL 33178

#### ARTICLE VII. INITIAL SUBSCRIBER

The name and address of the Initial Subscriber of these Articles of Incorporation is:

Luis Morales Valerio located at 36269 Torremolinos Avenue, Miami, FL 33178

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of March, 1998.

  
Luis Morales Valerio, Subscriber

STATE OF FLORIDA     )  
                                  )SS:  
COUNTY OF DADE     )

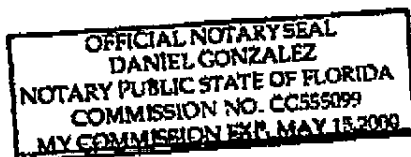
I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Luis Morales Valerio known to me to be the person described in an who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: D.L.# personally known and that an oath (was) (was not) taken.

M Witness my hand and seal in the County and State last aforesaid this 23 day of MARCH, 1998

  
NOTARY SIGNATURE

Printed Notary Signature

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

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First - That KOM Home, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in these Articles of Incorporation has named Luis Morales Valerio located at 3629 Torremolinos Avenue, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: \_\_\_\_\_

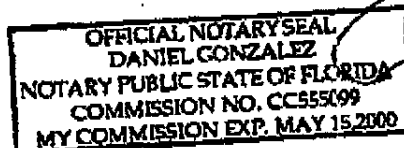
Luis Morales Valerio, Registered Agent

STATE OF FLORIDA )  
                          )SS:  
COUNTY OF DADE )

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Luis Morales Valerio known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: D.L. #55644, and that an oath ~~(was)~~ <sup>was not</sup> taken.

March Witness my hand and seal in the County and State last aforesaid this 23<sup>rd</sup> day of \_\_\_\_\_, 1998.

NOTARY SIGNATURE \_\_\_\_\_



Printed Notary Signature \_\_\_\_\_

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