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### Bofill & Vilar, P.A.

Attorneys at Law

José C. Bofill, Esquire\*
Patrick Vilar, Esquire\*
\* Florida Bar & U.S. District Court,
Southern & Middle Districts of Florida.

Suite 800 3191 Coral Way Miami, Florida 33145 Tel. (305) 442-0606 Fax (305) 443-0900 Toll-Free 1-888-741-5250 E-Mail: Lawyers@ipof.fla.net

April 9, 1998

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VIA U.S. MAIL

Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Incorporation of C.J. Development of South Florida, Inc.

Dear Sir/Madame:

Please find the enclosed original and copy of the Articles of Incorporation for the business, which will be called - C.J. Development of South Florida, Incorporated. The soon-to-be directors of the Corporation wish to file a Subchapter "S", Corporation. Please return all correspondence concerning this incorporation to the above listed address as it will serve only as a temporary address of the incorporator.

Thanking you in advance.

Sine rely,

Jose C. Bofill, Esq.

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#### ARTICLES OF INCORPORATION FOR

## C.J. Development of South Florida, Inc.

The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I

#### NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of the corporation shall be C.J. Development of South Florida, Inc. whose address is located at 9455 Collins Avenue, Surfside, FL 33154.

II

#### COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of filing.

777

#### **PURPOSES**

The Corporation is organized for the purpose of transacting any and all lawful business for which Corporations may be incorporated under Chapter 607, Florida Statutes.

IV

#### CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One-Thousand shares (1000), all of which shall be Common Shares, \$.10 par value per share.

#### V <u>REGISTERED AGENT</u>

The address of this Corporation's initial registered office is at 3191 Coral Way, Suite 800, Miami, FL 33145 and the name of the registered agent at said address is Jose C. Bofill.

VI

#### **INCORPORATOR**

The name and address of the incorporator is as follows:

Jesus Camaraza 9455 Collins Avenue Surfside, FL 33154

#### VII BOARD OF OFFICERS

All corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Officers. The number of Officers may be increased or decreased from time to time in accordance with the By-Laws of the Corporation but shall never be less than one. The name and address of the initial Directors of this Corporation are:

Jesus Camaraza President, Vice President 9455 Collins Avenue Surfside, FL 33154

#### VIII

#### INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

INFORMAL OFFICER ACTION

If all of the Officer severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Officers.

X

#### <u>INDEMNIFICATION</u>

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI

#### BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Officers and Shareholders, but the Board of Officers may not alter, amend, or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Officers.

XII

#### AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any time by a vote of the majority of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 8 day of April , 1996

Jose C. Bofill, Registered Agent

STATE OF FLORIDA)

) ss:

COUNTY OF DADE.)

BEFORE ME, the undersigned authority, personally appeared Jesus Camaraza, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said

County and State, this 8th day of April, 1998

NOTARY PUBLIC State of Florida at Large,

My Commission expires:

My Bo

My Comm Exp. 1/22/00 Bonded By Service Ins No. CC526157

Personally Known [] Other ! D

FILED

ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE

## C.J. Development of South Florida, Inc. HALLAHASSEE, FLORIDA

I, Jose C. Bofill as the registered agent of C.J. Development of South Florida, Inc., a Florida corporation, hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

STATE OF FLORIDA) COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared Jose C. Bofill to me well known to be the person described in and who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said

County and State, this q day of APRIL, 1998

NOTARY PUBLIC State of Florida at Large,

My Commission expires:

MAKIA DOLE My Comm Exp. 1/22/00 Bonded By Service Ins [] Other LD