OFFIC USE OF LA O S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent PRECEIVED

98 MAY -4 AMIL: 42

DIVISION OF CORPORATION Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

CR2E031(9/92)

ARTICLES OF INCORPORATION

OF

M. G. K. TERRA INVESTMENTS, Inc.

98 MAY -4 PM IZ: 52
SECRETARY OF STATE
ALLAHASSEE, FLORIGA

I the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associate to form a Corporation under the Laws of the State of Florida.

ARTICLE I NAME OF CORPORATION

The name of the Corporation shall be: M.G.K. TERRA INVESTMENTS, Inc.

ARTICLE II NATURE OF BUSINESS

The general nature of business to be transacted by this Corporation shall be the land investments, and any other activities of business permitted under the Laws of the United States of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property, and services of every kind, class and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, cancel, telegraph, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trade marks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds,

securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock at \$1.00 par value per share.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than Five Hundred Dollars (\$ 500.00)

ARTICLE V TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is 2168 N.W. 82 Avenue, Miami Fl., 33122. The Board of Directors may from time-to-time, move the principal office to any other address in the State of Florida.

ARTICLE VII DIRECTORS

This corporation shall have not less than one director initially. The number of directors may be increased or diminished from time-to-time by the by-laws adopted by the stockholder.

ARTICLE VIII
BOARD OF DIRECTORS

The name and street address of the member of the first Board of Director is:

NAME

TITLE

ADDRESS

MONICA H. CABEZAS

President

2168 N.W. 82 Avenue Miami Fl., 33122. GERMAN HOYOS Vice President 2168 N.W. 82 Av. Miami, Fl., 33122 HERNANDO IREGUI Secretary 2168 N.W. 82 Ave. Miami, Fl., 33122

ARTICLE IX

NAME ADDRESS SHARES CONSIDERATION

MONICA H. CABEZAZ 2168 N.W. 82 Ave. 250 \$ 250.00

Miami, Fl., 33122

GERMAN HOYOS 2168 N.W. 82 Ave. 250 \$ 250.00

Miami, Fl., 33122

ARTICLE X REGISTERED AGENT

The address of the Registered Office of this corporation shall be 2168.N.W. 82 Ave. Miami, Fl., 33122 and the Registered Agent shall be: Hernando Iregui.

Pursuant to Florida Statues Section 607.164, having been named to accept process for the above State Corporation, at the place design in these Articles of Incorporation. I hereby accept to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office. \bigwedge

ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stock entitled to vote them on, unless the director and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

STATE OF FLORIDA on this day, before me, a Notary Public duly State and County above named to take COUNTY OF DADE HEREBY CERTIFY that the authorized in acknowledgements personally appeared:

my hand and off tial seal in the County and State named above WITNESS my har this 1/9 day of

ALLANDERSCOPEDIC, State at Large

My Commission Expires:

OH PENA

My Commission Expires: . State at Large

Notary Plub State at Large My Commission Expires:

grand and 23, 2002 THRU ATLANTIC BONDING CO., INC.

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