

MARIO Ruiz de la Torre  
P.O. BOX 381413  
MIAMI, FL 33238-1413

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JUL -9 PM 1:17

98000060876

Arawak House, Inc.

EFFECTIVE DATE  
07-07-98

300002501913--1  
-04/28/98-01002--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RECEIVED  
98 APR 27 PM 4:03  
DIVISION OF CORPORATION

- Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_\_ Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

Signature

Requested by:

4/6/98 3:15

Name Date Time

Walk-In Will Pick Up

RP  
07-09-98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 28, 1998

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST.  
STE. 1  
TALLAHASSEE, FL 32301

SUBJECT: ARAWACK HOUSE, INC.  
Ref. Number: W98000009389

We have received your document for ARAWACK HOUSE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

The registered agent must have a Florida street address. A post office box is not acceptable.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 698A00022816

ARTICLES OF INCORPORATION

OF

ARAWAK HOUSE, INC.

FILED  
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DIVISION OF CORPORATIONS

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ARTICLE I - NAME

The name of this corporation is ARAWAK HOUSE, INC.

ARTICLE II - DURATION

The duration of this corporation shall be perpetual commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

EFFECTIVE DATE  
07-07-98

This corporation is organized for the following purposes:

SECTION 1. In general, to have and exercise any and all powers that corporations have and may exercise under the laws of the State of Florida and as the same may be amended, except such powers as are inconsistent with the express provisions of these Articles.

SECTION 2. To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

SECTION 3. To have a corporate seal, which may be altered at pleasure, and to use the name by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

SECTION 4. To purchase take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated, for the purpose of developing farming interests or any other interest as allowed per it's By-laws, Articles and Florida laws.

SECTION 5. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

SECTION 6. To lend money to, and use its credit to assist, its officers and employees in accordance with Section 604.141, Florida General Corporation Act.

SECTION 7. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, municipality or of any instrumentality thereof.

SECTION 8. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

SECTION 9. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

SECTION 10. To conduct its business, carry on its operations, and have offices and exercise the powers granted by this Act within or without this State.

SECTION 11. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

SECTION 12. To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this State, for the administration and regulation of the affairs of the corporation.

SECTION 13. To make donations for the public welfare or for charitable, scientific, or educational purposes.

SECTION 14. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

SECTION 15. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

SECTION 16. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

SECTION 17. To have and exercise all powers necessary or convenient to effect its purpose.

SECTION 18. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand shares of common stock, with one dollar (\$1.00) par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at the address is:

MARIO RUIZ DE LA TORRE, ESQ.

7342 S.W. 134 Pl.

MIAMI, FL 33183

The principal office shall be at 5701 Collins Ave. Suite 1019, Miami Beach, FL

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1).

The names and address of the initial director of this corporation is:

NAME	ADDRESS
Ludovic A. Suarez	5701 Collins Ave. Suite #1019 Miami Beach, Fl

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles is:

NAME	ADDRESS
Ludovic A. Suarez	5701 Collins Ave Suite #1019 Miami Beach, Fl

ARTICLE VIII - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of not less than 33% of the shares represented at the meeting and entitled to vote on the subject matter, shall be the act of the shareholders.

ARTICLE XI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII- Effective Date

This corporation will have an effective date of July 7, 1998.

I, MARIO RUIZ DE LA TORRE, HEREBY declare that I accept the duties and responsibilities as Registered Agent and that I am familiar with the duties and responsibilities as Registered Agent.

DATE:

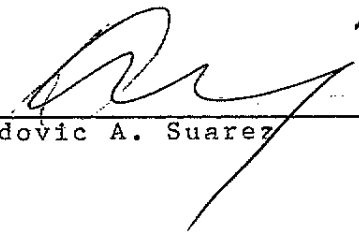
7/7/98

  
MARIO RUIZ DE LA TORRE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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IN WITNESS WHEREOF, the undersigned subscriber executed these  
Articles of Incorporation on this 7<sup>th</sup> day of July, 1998.

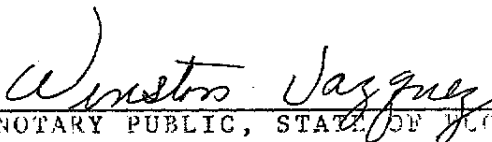
  
\_\_\_\_\_  
Ludovic A. Suarez (SEAL)

STATE OF FLORIDA )  
                          ) SS  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized to take  
acknowledgments in the State of County set forth above, personally  
appeared: Ludovic A. Suarez and known to me to be the person who  
executed the foregoing Articles of Incorporation, and acknowledged  
before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
my official seal in the State of County aforesaid, on this  
7<sup>th</sup> day of July, 1998.

My commission expires:

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

Winston Vazquez  
Name of Notary Public  
Print, Type or Stamp  
Commissioned

OFFICIAL NOTARY SEAL  
WINSTON VAZQUEZ  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC441849  
MY COMMISSION EXPIRES MAR. 30, 1999

Personally Known  or Produced Identification  
Type of Identification Produced \_\_\_\_\_