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MIAMI, FLORIDA (305)552-5973

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LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ARISTOS INSURANCE MANAGES INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

DIVISION OF CORPORATION

98 JUL 17 PM 12:07

RECEIVED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Examiner's Initials

ARTICLES OF INCORPORATION OF  
ARISTOS INSURANCE MANAGERS INC.

ARTICLE I---NAME

The name of this corporation is ARISTOS INSURANCE MANAGERS INC.

ARTICLE II--DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Florida Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 1000 shares of ONE Dollar (\$1.00) par value common stock which shall be designated as "Common Shares". The total initial Capital is \$1,000.00.

ARTICLE V--PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any stock of this corporation, 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, or the price that may be set by the Board of Directors, which ever is lowest.

ARTICLE VI--INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1501 S.W. 15 STREET, BOCA RATON FLORIDA 33486, and the name of the initial registered agent of this corporation at that address is FELIPE M. PALACIO.

ARTICLE VII---INITIAL BOARD OF DIRECTORS

This corporation shall have at least TWO Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the rules set in the bylaws; however, there shall never be less than two Directors nor more than five. The name and address of initial Board of Directors of the corporation is:

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FELIPE M. PALACIO..... PRESIDENT  
1501 S.W. 15 STREET, BOCA RATON FLORIDA 33486,

ISIDRO ALFONSO OVIEDO..... VICE-PRESIDENT  
15620 S.W. 60 STREET, MIAMI, FL 33193.

ARMANDO REYES-LOVO..... SECRETARY  
6022 S.W. 133 PLACE, MIAMI, FLORIDA 33183

TIBISAY REYES-LOVO.....TREASURER  
6022 S.W. 133 PLACE, MIAMI, FLORIDA 33183

#### ARTICLE VII-- INCORPORATION

The names and addresses of the Incorporators signing these articles are the same as those mentioned in the preceding article. The shareholders of the corporation are as follows:

FELIPE M. PALACIO, takes 250 shares, ISIDRO ALFONSO OVIEDO, takes 250 shares, MARIA ESPERANZA PALACIO, takes 249 shares and MARIA AUXILIADORA OVIEDO takes 249 shares, ARMANDO REYES-LOVO takes 1 share, TIBISAY REYES-LOVO, takes 1 share of the Corporate capital.

#### ARTICLE IX-- INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the full extent permitted by law.

#### ARTICLE X --- AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a MAJORITY of votes of all SHAREHOLDERS.

#### ARTICLE XI CORPORATE BUY-OUT


Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.

#### ARTICLE XII- DISPUTES


Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association and by an arbitrator that will be chosen by the disputing shareholders and if they cannot appoint one within one week of the request, the arbitrator will be the Corporation's Legal Counselor. The decision of the arbitrator will be final.

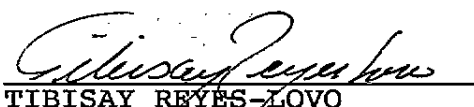
IN WITNESS WHEREOF, the undersigned Incorporators have executed

these Articles of Incorporation on the TWENTY FOUR day of FEBRUARY of 1998.

  
FELIPE M. PALACIO  
PRESIDENT

  
ISIDRO ALFONSO OVIEDO  
VICE-PRESIDENT

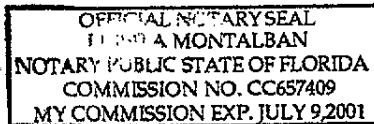
  
ARMANDO REYES-LOVO  
SECRETARY

  
TIBISAY REYES-LOVO  
TREASURER

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared FELIPE M. PALACIO, ISIDRO ALFONSO OVIEDO, ARMANDO REYES-LOVO AND TIBISAY REYES-LOVO, known to be and known by me to be the persons who executed the above Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this TWENTY FOUR day of FEBRUARY of 1998.

  
NOTARY PUBLIC,  
State of Florida at Large



In compliance with Section 48.091, Florida Statutes. the following is submitted:

That ARISTOS INSURANCE MANAGERS INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 1501 S.W. 15 STREET, BOCA RATON, 33486. County of Broward, State of Florida, has named FELIPE M. PALACIO with the same address as its agent to accept service of process within this state.

ACKNOWLEDGMENT;

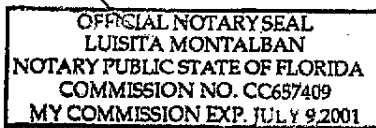
Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
FELIPE M. PALACIO  
Registered Agent.

STATE OF FLORIDA           )  
COUNTY OF DADE           )

BEFORE ME, a Notary Public, personally appeared to me known to be the person described as FELIPE M. PALACIO and who has executed the foregoing acknowledgment before me and accepts to be the Registered Agent for the Corporation.

  
NOTARY PUBLIC



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TALLAHASSEE FLORIDA