



# AIB Financial Group, Inc.

Office of General Counsel  
AIB Legal Department

From the Desk of:  
Barbara "Bobbi" Darias  
Corporate Paralegal

Writers Direct Line: (305) 715-0000 Ext. 3379

P980000087612

October 8, 1998

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: ZARABANDA, INC.

700002661387--0  
-10/12/98--01059--019  
\*\*\*\*122.50 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of ZARABANDA, INC., along with a draft in the sum of \$122.50, made payable to the Secretary of State to cover filing fees. Please process same and forward a certified copy to me at your earliest convenience.

Very truly yours,

BARBARA DARIAS  
Corporate Paralegal  
AIB Legal Department

Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION  
OF  
ZARABANDA, INC.**

**ARTICLE I**

The name of this corporation is ZARABANDA, INC.

**ARTICLE II**

This corporation shall have a perpetual existence, unless sooner dissolved according to law.

**ARTICLE III**

This corporation is organized for the following general purpose: to transact any lawful business for which corporations may be organized under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business. To do such other things as are incidental, necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**

This corporation is authorized to issue One Hundred (100) shares of common stock, at One Dollar (\$1.00) par value.

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ARTICLE V

The street address of the business office of this corporation is:

2500 N.W. 79th Avenue  
Miami, Florida 33122

The name of the initial registered agent of this corporation is:

Jorge A. Lopez, Esquire

and the initial registered office address is:

2500 N.W. 79th Avenue  
Suite 213  
Miami, Florida 33122

  
\_\_\_\_\_  
JORGE A. LOPEZ/Registered Agent

ARTICLE VI

This corporation shall have one (1 ) Director initially. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of the initial Directors of this corporation shall be:

DAVID M. ALVAREZ  
2500 N.W. 79th Avenue  
Miami, Florida 33122

#### ARTICLE VII

The names and addresses of the persons signing the Articles of Incorporation are:

DAVID M. ALVAREZ  
2500 N.W. 79th Avenue  
Miami, Florida 33122

#### ARTICLE VIII

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

#### ARTICLE IX

This corporation shall have all corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE X

The corporation shall indemnify and hold any and all Officers and Directors harmless to the full extent permitted by law.

#### ARTICLE XI

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

IN WITNESS WHEREOF, these Articles of Incorporation have been executed  
this 8 day of October, 1998.



DAVID M. ALVAREZ/Incorporator

STATE OF FLORIDA     )  
                                      ) SS:  
COUNTY OF DADE     )

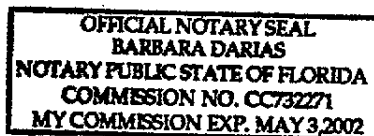
BEFORE ME, the undersigned authority, personally appeared DAVID M. ALVAREZ, to me well known to be the person who executed the foregoing Certificate of Incorporation of ZARABANDA, INC. , and he has acknowledged before me that he executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me on this 8<sup>th</sup> day of  
October, 1998.



BARBARA DARIAS  
NOTARY PUBLIC AT LARGE  
STATE OF FLORIDA

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:**

**FIRST THAT** ZARABANDA, INC.  
(Name of Business Organization)

**WITH ITS PLACE OF BUSINESS AT:** 2500 N.W. 79th Avenue  
Miami, Florida 33122

**HAS NAMED :** JORGE A. LOPEZ, ESQ.

**LOCATED AT:** 2500 N.W. 79th Avenue  
Suite 213  
Miami, Florida 33122

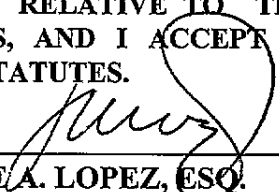
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**AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.**

  
\_\_\_\_\_  
DAVID M. ALVAREZ/Incorporator

**Date:** 10/08/98

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
ALIEN BUSINESS ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,  
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND  
OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.**

  
\_\_\_\_\_  
JORGE A. LOPEZ, ESQ.  
Registered Agent

**Date:** 10/08/98