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TO: DIVISION OF CORPORATIONS

FAX #: (850) 487-6013

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: IYAKERE CORPORATION

AUDIT NUMBER.....H98000019125

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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[Signature]



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

October 15, 1998

**EMPIRE**

**SUBJECT: IYAKERE CORPORATION**  
**REF: W98000023416**

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

If you have any further questions concerning your document, please call (850) 487-6067.

**Neysa Culligan**  
**Document Specialist**

**FAX Aud. #: H98000019125**  
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
of  
IYAKERE CORPORATION**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is **IYAKERE CORPORATION**  
& principal office at 1635 SW 70th Avenue  
Miami, FL 33155

**ARTICLE II  
SHARES**

The total number of shares which the corporation shall have authority to issue is 500 shares of no par value stock.

Alejandro C. Constantino  
728 SW 100th Ct Circle  
Miami Florida 33174  
(305) 221-8054

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**ARTICLE III  
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial  
Jesus Cortes  
Iyakere Corporation  
1635 SW 70th Avenue  
Miami Dade County  
Miami, FL 33155

I hereby familiar with accept the duties and responsibilities as registered agent for said  
corporation:

Accepted: 

**ARTICLE IV  
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws  
of this state.

**ARTICLE V  
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of  
directors are:

Jesus Cortes  
1635 SW 70th Avenue  
Miami, FL 33155

Angela Maria Cortes  
1635 SW 70th Avenue  
Miami, FL 33155

After the initial board of directors, the board shall consist of such number of directors

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as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

## ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## ARTICLE VII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same

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terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.


**Corporate Seal.** The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

**Execution of Written Instruments.** All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

#### Certification

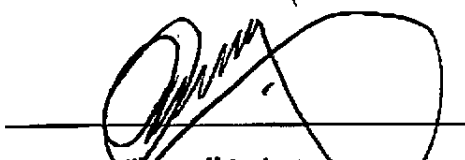
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
 Jesus Cortes, Incorporator  
 1635 SW 70th Avenue  
 Miami, FL 33155

  
 Angela Maria Cortes, Incorporator  
 1635 SW 70th Avenue  
 Miami, FL 33155

State of Florida, County of Miami Dade, ss:

Subscribed and sworn to (or affirmed) before me this 14 day of October,  
 1998.

  
 Notary Public  
 State of Florida  
 Alejandro Cesar Constantino  
 Commission # CC 767955  
 Expires SEP. 9, 2002  
 BONDED THRU  
 ATLANTIC BONDING CO., INC.

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