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LAW OFFICES  
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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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December 8, 1998

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-12/14/98--01018--011  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: ORTIZ INVESTMENT CORP.

Dear Madam or Sir:

Enclosed please find an original and one (1) copy of the Articles of Incorporation of the above referenced corporation.

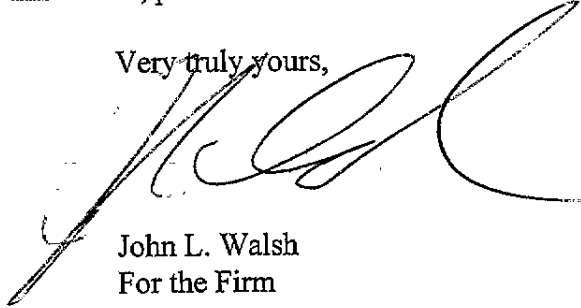
Also enclosed is a check in the amount of One Hundred Twenty Two and 50/100 (\$122.50) Dollars, representing the following:

Filing Fee -	\$35.00
One (1) Certified copy -	\$52.50
Registered Agent fee -	<u>\$35.00</u>

Total: \$122.50

If you have any questions regarding this matter, please contact me.

Very truly yours,

  
John L. Walsh  
For the Firm

JLW/dfw  
Enclosures

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF  
ORTIZ INVESTMENT, CORP.

ARTICLE I.  
NAME

The name of the corporation is: ORTIZ INVESTMENT, CORP.

ARTICLE II.  
PRINCIPAL OFFICE

The principal office of the Corporation will be:

11760 SW 40<sup>th</sup> Street  
Suite 120  
Miami, Florida 33175

ARTICLE III.  
DURATION

This corporation shall exist in perpetuity.

ARTICLE IV.  
PURPOSE

The corporation is organized for the purposes of transacting any and all lawful business, including but not limited to investing the funds of the corporation in real estate, mortgages, stocks, bonds, personal property, or any other type of investment.

ARTICLE V.  
CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of one dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE VI.  
RIGHT OF SHARES OF CAPITAL STOCK  
AND PRE-EMPTIVE RIGHTS

The entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one vote. Nothing in these Articles shall be construed to allow cumulative voting of shares. Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata

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share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered.

**ARTICLE VII.**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial Registered Agent and Registered Office of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
RAFAEL G. ORTIZ	11760 SW 40 <sup>th</sup> Street Suite 120 Miami, Florida 33175

**ARTICLE VIII.**  
**INITIAL BOARD OF DIRECTORS**

The corporation shall have four (4) Director(s) initially. The number of Directors may be changed by the By-Laws adopted by the corporation. The name and address of the Initial Director(s) appear below.

<u>NAME</u>	<u>ADDRESS</u>
RAFAEL G. ORTIZ	11760 SW 40 <sup>th</sup> Street Suite 120 Miami, Florida 33175
CECILIA C. ORTIZ	11760 SW 40 <sup>th</sup> Street Suite 120 Miami, Florida 33175
JULIO R. ORTIZ	11760 SW 40 <sup>th</sup> Street Suite 120 Miami, Florida 33175
ALINA ORTIZ	11760 SW 40 <sup>th</sup> Street Suite 120 Miami, Florida 33175

**ARTICLE IX.**  
**INCORPORATOR**

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

<u>NAME</u>	<u>ADDRESS</u>
RAFAEL G. ORTIZ	11760 SW 40 <sup>th</sup> Street Suite 120 Miami, Florida 33175

**ARTICLE X.**  
**BY LAWS**

The power to adopt, alter, amend or repeal the By Laws shall be vested in the Directors.

**ARTICLE XI.**  
**INDEMNIFICATION**

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

**ARTICLE XII.**  
**COMMENCEMENT OF CORPORATE EXISTENCE**

Corporate existence shall be deemed to commence on the Date of Filing of these Articles of Incorporation with the Secretary of State for the State of Florida.

**ARTICLE XIII.**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of November, 1998.

  
\_\_\_\_\_  
RAFAEL G. ORTIZ  
Incorporator

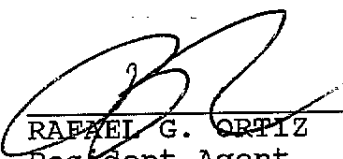
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following  
is submitted in compliance with said Act:

FIRST:.....That ORTIZ INVESTMENT, CORP., a Florida corporation,  
with its principal office at 11760 SW 40<sup>th</sup> Street, Miami,  
Florida, 33175 has named RAFAEL G. ORTIZ whose address is 11760  
SW 40<sup>th</sup> Street, Miami, Florida, 33175 as its agent to accept  
service of process within this state.

SECOND:.....Acknowledgment

Having been named to accept service of process for the above  
stated corporation at place designated in this certificate, I,  
RAFAEL G. ORTIZ, hereby accept to act in this capacity, and agree  
to comply with the provisions of said Act, relative to keeping  
open said office.

  
\_\_\_\_\_  
RAFAEL G. ORTIZ  
Resident Agent

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