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CEMENTERIO DE COLON, INC. FILED

(COLON CEMETERY, INC.)

3290 NW 29TH STREET

MIAMI, FLORIDA 33142

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 11, 1999

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

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*****78.75 *****78.75

SUBJECT: CEMENTERIO DE COLON, INC. (COLON CEMETERY, INC.)

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Incorporation, along with a check in the amount of \$78.75.

This represents the cost of the filing fees, and a Certified Copy of Articles of Incorporation, for the above named corporation.

Sincerely,

Susana Diaz

Susana Diaz

P Hall

MAR 17 1999 ✓

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

CEMENTERIO DE COLON, INC. (COLON CEMETERY, INC.)

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - Name

The name of the corporation shall be:

CEMENTERIO DE COLON, INC. (COLON CEMETERY, INC.)

ARTICLE II - Duration

The corporation shall exist in perpetuity.

ARTICLE III - Purpose

The general purpose for which the corporation is organized is any and all forms of legitimate businesses allowable under the laws of the United States and of the State of Florida.

ARTICLE IV - Capital Stock

The aggregate number of shares which the corporation is authorized to issue is five hundred (500) shares. Said shares shall be of single class of common stock and shall have a par value of Fifty Dollars (\$50.00) per share.

ARTICLE V - Stock Certificates

Every holder of shares in this Corporation shall be entitled to have a certificate representing all shares of which he is entitled.

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Certificates representing shares in this corporation shall be signed by the President and the Secretary and may be sealed with the seal of this corporation or facsimile thereof.

The Corporation shall register a stock certificate presented to it for transfer if the certificate is properly endorsed by the holder of record or by his duly authorized attorney.

If the Shareholder shall claim to have lost or destroyed a certificate of shares issued by the Corporation, a new certificate shall be issued upon the making of an affidavit of that fact by the person claiming the certificate of stock to be lost, stolen or destroyed, and at the discretion of the Board of Directors, upon the deposit bond or other indemnity in such amount and with such sureties, if any, as the Board may reasonably require.

ARTICLE VI - Capitalization

The amount of capital with which the corporation will begin business is not less than One Thousand Hundred Dollars (\$1000.00).

ARTICLE VII - Further and Other Powers

The corporation shall have all of the powers given to it by the laws of the United States and of The State of Florida, now and hereafter, and any specific powers of the corporation.

ARTICLE VIII - Special Voting Provisions

The occurrences enumerated in this Article shall not be authorized, nor shall they have any force or effect, unless assented to in writing by the holders of the required percentage of this Corporation's stock entitled to vote at the time of the proposal on any such occurrence. For each such occurrence, the required percentage shall be as follows:

1. Amendment of this Certificate of Incorporation's;

Required percentage: 75%

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2. Sale, lease or exchange of all this Corporation's property and assets, or any property or assets of this Corporation essential to the business of this Corporation;
Required percentage: 75%
3. Merger or consolidation of this Corporation into or with any other Corporation;
Required percentage: 75%
4. Voluntary dissolution of this Corporation;
Required percentage: 75%

ARTICLE IX - Board of Directors

This corporation shall have five director(s) initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than three (3), not more than six (6).

ARTICLE X - Board of Directors Names

The names and post office address of the members of the First Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

Jose Marmol

2403 S.W. 102nd Place
Miami, Florida 33165

Gloria Marmol

2403 S.W. 102nd Place
Miami, Florida 33165

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Pedro M. Diaz	7933 West Drive, #921 North Bay Village, FL 33141
Susana Diaz	2653 N.E. 164th Street North Miami Beach, FL 33160
J. Luis Rodriguez	P.O. Box 5947 Ft. Lauderdale, FL 33310

OFFICERS

Jose Marmol	President	2403 S.W. 102nd Place Miami, Florida 33165
Gloria Marmol	Treasurer	2403 S.W. 102nd Place Miami, Florida 33165
Pedro M. Diaz	Secretary	7933 West Drive, #921 North Bay Village, FL 33141
Susana Diaz	Vice President	2653 N.E. 164th Street North Miami Beach, FL 33160
J. Luis Rodriguez	Vice President	P.O. Box 5947 Ft. Lauderdale, FL 33310

ARTICLE XI - Subscriber

The name and address of the person(s) signing these Articles of Incorporation are:

Pedro M. Diaz	7933 West Drive, #921 North Bay Village, FL 33141
Susana Diaz	2653 N.E. 164th Street Miami, FL 33160

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ARTICLE XII - Dissolution

The corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders, **pro rata**, each shareholder to participate in the distribution in direct proportion to the number of shares held by him or her.

ARTICLE XIII - Preemptive Rights

Every shareholder, upon issuance of any new stock of this corporation of the same kind, shall have the right to purchase his or her own **pro rata** share at the price at which it is offered to other.

ARTICLE XIV - Registered Agent and Registered Office

The registered agent of this corporation shall be:

Pedro M. Diaz

The registered office of the corporation shall be:

7933 West Drive, #921
North Bay Village, FL 33141

ARTICLE XV - Initial Business Address

The initial business address of the corporation shall be:

3290 NW 29th Street
Miami, FL 33142

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CEMETERY, INC.)

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IN WITNESS THEREOF, the undersigned incorporators of this corporation
have executed these Articles of Incorporation at the City of Miami, County of Dade, State of
Florida this 10th day of March, 1999.

[Signature]
Susana Dig

SWORN TO AND SUBSCRIBED before me this 1st day of September, 1994
at Miami, Dade County Florida.

My Commission Expires:

Carmela Holloway
NOTARY PUBLIC, State of Florida at large

CARMELA HOLLOWAY
Notary Public, State of Florida
My comm. exp. Jan. 20, 2003
Comm. No. CC803378

3/10/99

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**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 **CEMENTERIO DE COLON, INC. (COLON CEMETERY, INC.)**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the State of Florida, has named Pedro M. Diaz, 7933 West Drive, #921, North Bay Village, FL 33141 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

HAVING BEEN NAMED to accept service of process for the above stated corporation, at place designated in this certificate, I, Pedro M. Diaz, hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Pedro M. Diaz
7933 West Drive, #921
North Bay Village, FL 33141

By: _____


Pedro M. Diaz

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TALLAHASSEE, FLORIDA