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EMPIRE CORPORATE KIT

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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: RODRIGUEZ LOPEZ-GARCIA, P.A.

AUDIT NUMBER.....H98000000143

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

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TALLAHASSEE, FLORIDA

98-1-6-98

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ARTICLES OF INCORPORATION
OF
RODRIGUEZ LOPEZ-GARCIA, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I-NAME

The name of this Corporation is **RODRIGUEZ LOPEZ-GARCIA, P.A.**

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

This Corporation is filed under Chapter 621 of the Florida Statutes. The purpose of this Corporation is to engage in the rendering of legal services.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V-REGISTERED OFFICE AND AGENT AND CORPORATE ADDRESS

The name and street address of the initial registered office of this Corporation is Jorge Lopez-Garcia, 777 Brickell Ave., Ste. 950, Miami, FL 33131. The initial corporate address of this corporation is 777 Brickell Ave., Ste. 950, Miami, FL 33131.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than two (2). The name(s) and address(es) of the initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jorge E. Rodriguez	15584 SW 103 St., Miami, FL 33196
Jorge L. Lopez-Garcia	1865 Brickell Ave., #A2009, Miami, FL 33129

This document prepared by:
Jorge L. Lopez-Garcia, Esq.
777 Brickell Ave.; Ste. 950, Miami, FL 33131 Ph (305) 358-7600
Fl. Bar No. 0861685

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ARTICLE VII-BYLAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDEMNIFICATION

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

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

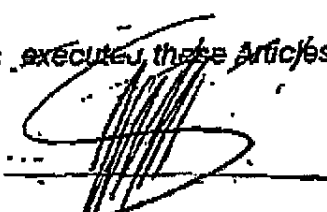
ARTICLE X-INCORPORATOR

The person signir ~ these articles is Jorge L. Lopez-Garcia.

ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

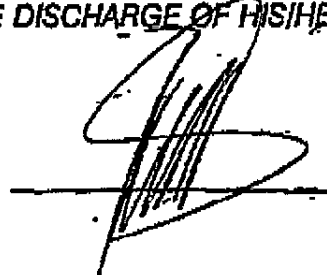
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 5 day of January 1998



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this 5 day of January 19, 98



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STATE OF FLORIDA)

COUNTY OF DADE)

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Before me, a Notary Public authorized in the State and County set forth above, personally appeared Jorge L. Lopez-Garcia known to me and known by me to be the person(s), who, as Incorporator(s), executed the foregoing Articles of Incorporation of Rodriguez Lopez-Garcia, P.A. and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5th day of January, 1998

Sandra Alvarez
NOTARY PUBLIC

My commission expires on:



OFFICIAL SEAL
Sandra Alvarez
My Commission Expires 2/1/98
Commission #CO 345839

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