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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

AMCD & ASSOCIATES, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of

AMCD and ASSOCIATES, INC.
(Name of Corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME/ADDRESS

The name of the Corporation and address of the Corporation is:

Principal: AMCD AND ASSOCIATES INC.
Address: 9506 SO. RED ROAD - MIAMI, FLORIDA
33156

ARTICLE II - DURATION

This Corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue FIFTY (50) Shares of TEN Dollar(s) (\$ 10.00) par value Common Stock, which shall be designated "Common Shares".

Prepared By: DOUGLAS W. OSTERLE
9506 SO. RED ROAD
MIAMI, FLORIDA 33156
(305) 665-7155

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

Name: DOUGLAS W. OESTERLE
Address: 9506 So. RED ROAD
City: Miami State: FLORIDA Zip: 33156

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the Corporation are as follows:

Name: Michelle Ruiz
Address: 15036 SW 89th Terr Road
City: Miami State: FL Zip: 33196

Name: Wade Jones
Address: 15036 SW 89th Terr Rd
City: Miami State: FL Zip: 33196

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 2 day of JANUARY, 1998.

[Signature] (Seal)

[Signature] (Seal)

Michelle Ruiz/Wade Jones
15036 S.W. 89th Terr Rd
Mia, FL 33156

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CERTIFICATE TO ACKNOWLEDGE REGISTERED AGENT

Certificate of Registered Agent

of:

AMCD AND ASSOCIATES, INC.

Pursuant to Florida Statutes, Section 48.091 and 607.034, the following is submitted: The above Corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at: 9506 SOUTH RED ROAD

MIAMI, FLORIDA 33156

has named: DOUGLAS W. OESTERLE

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

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TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at this place desinated in this certificate I hereby accept to act in this capacity, and agree to comply with the provisisons of Florida Law in keeping open said office.

Douglas W. Oesterle
Registered Agent

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