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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- RJE ACQUISITIONS INC.
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)

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- Walk in Pick up time 2:00 Certified Copy
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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Lazarus gave
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 99 FEB -1 AM 8:24
 DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION

OF

RJE ACQUISITIONS INC.

ARTICLES I - NAME AND ADDRESS

The name of this corporation is RJE ACQUISITIONS INC.

The address of the principal office and the mailing address of this corporation is 2906 DOUGLAS ROAD, SUITE 102, CORAL GABLES, FLORIDA 33134.

ARTICLES II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is Five Hundred (500) shares of common stock, all of which are to have a par value of One Dollar (\$1.00) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any unissued or treasury shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done

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without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office is:

<u>Name</u>	<u>Address</u>
Rene Navarro, P.A.	250 Catalonia Avenue, Ste. 505 Coral Gables, FL 33134

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VII - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of THREE people. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one. The name and address of the members of the initial Board of Directors of this corporation is:

<u>Name</u>	<u>Address</u>
Emilio Alvarez President	2906 Douglas Road, Ste. 102 Coral Gables, FL 33134
Rene Navarro Secretary/Treasurer	2906 Douglas Road, Ste. 102 Coral Gables, FL 33134

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

<u>Name</u>	<u>Address</u>
Emilio Alvarez President	2906 Douglas Road, Ste. 102 Coral Gables, FL 33134

ARTICLE IX - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.

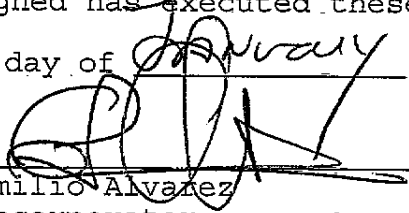
ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26 day of January, 1999.



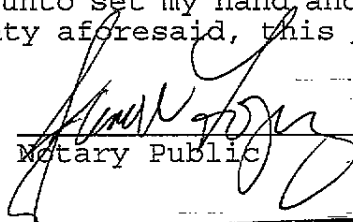
Emilio Alvarez
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

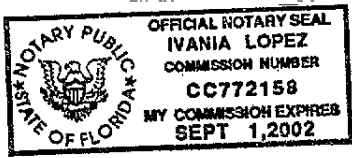
BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Emilio Alvarez, known to me and known by me to be the person who executed the foregoing Articles of Incorporation as Incorporator thereof, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27 day of January, 1999.

My Commission Expires:



Notary Public (SEAL)

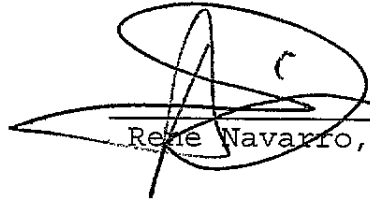


ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation and states that he is familiar with and accepts the obligations of Section 607.0501 of the Florida Statutes.



Rene Navarro, P.A.

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