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 SECRETARY OF STATE
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- HISPANICA INC.
 (Corporation Name) (Document #)
- _____
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 (Corporation Name) (Document #)
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 02/05/99 01057-013
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- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

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

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RECEIVED
 99 FEB -5 PM 12:05
 DIVISION OF CORPORATION

Examiner's Initials

February 03, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee

Gentlemen or Lady:

Please register and return the attached article of
incorporation for HISPANICA INC.

A check is enclosed.

Sincerely;

GRACE GUERRERO
Incorporator

Reply to: GRACE GUERRERO
11398 WEST FLAGLER ST. # 208
Miami, Fl. 33174
(305) 225-1550

CERTIFICATE OF INCORPORATION
OF

HISPANICA INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, right, privileges and immunities of a profit corporation.

ARTICLE I - NAME

The name of the corporation shall be:

HISPANICA INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11398 West Flagler St. # 208
Miami, Fl. 33174

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of One Dollar (\$ 1.00) par value common stock

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TALLAHASSEE FLORIDA

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ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as many be done without issuance of fractional share) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Grace Guerrero
11398 West Flagler St. # 208
Miami, Fl. 33174

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director 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 initial director of this corporation is:

Grace Guerrero
President

Article VIII - INCORPORATOR

The name and street of the incorporator to these article is:

Grace Guerrero
11398 West Flagler St. # 208
Miami, Fl. 33174

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or directors, or any former officers or directors to the extent permitted by law.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 03th. day of February 1999


CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSED;

That Hispanica Inc. desiring to organize under the laws of the state of Florida has appointed Grace Guerrero of 11398 West Flagler St. Miami, Fl. 33174 as its registered agent to accept service of process within the state.

ACKNOWLEDGMENT;

Having been named by the first Board of Directors of HISPANICA INC. to accept service of process for the stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the applicable provisions of the Florida Statutes, this 03th. day of February 1999.


Grace Guerrero
Register Agent.

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