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

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

ABR, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
ABR, INC

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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.-NAME:

The name of the corporation is ABR, INC

ARTICLE II.-NATURE OF BUSINESS:

The nature of the business to be transacted by this corporation shall be any and all activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE III.-CAPITAL STOCK:

The maximum number and class of shares of stocks that this corporation is authorized to have outstanding at any time are: 1,000 shares each having a par value of \$ 0.50.

Authorized capital stock may be paid in cash, services or property, tangible or intangible, at a just value to be fixed by the Board of Directors of the corporation at any regular or special meeting.. Neither promissory notes nor future services shall constitute payment or part payment for the issuance of shares. All the aforementioned stock is to be issued paid for and exempt from assessment. Each share representing one vote. There will be no pre-emptive rights on the part of the shareholders to acquire unissued or treasury shares or convertibles securities.

ARTICLE IV.-TERM OF EXISTENCE:

This corporation is to exist perpetually unless a voluntary dissolution by written consent of all shareholders or an act of the corporation to that effect takes place.

ARTICLE V.-ADDRESS:

The registered and principal office of this corporation shall be located at:
665 Mokena dr., Miami Springs, Fl 33160
and Jose A. Eduartez shall be the registered agent at such address.
The Board of Directors may from time time designate such other address and place of principal office of this corporation as it may see fit.
The initial place of business shall be:

665 Mokena Drive
Miami Springs, Fl 33160

ARTICLE VI.-DIRECTORS:

The corporation shall have one director initially. And the name and address of the first Board of Directors who shall hold office until their successors are elected and have qualified is as follow:

Jose A. Eduartez
665 Mokena Drive
Miami Springs, Fl 33160

Corporation prepared by Jose C. Eduartez, Accountant
P.O. Box 40-2663, Miami Beach, Fl., 33140
Tele. (305) 374-5004

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ARTICLE VII.-OFFICERS:

The officers of the corporation shall be President, Secretary and Treasurer and such other officers as may be provided by the By-Laws. the officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws. the name of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

Jose A. Eduartez, President, Secretary
Treasurer

ARTICLE VIII.-SUBSCRIBERS:

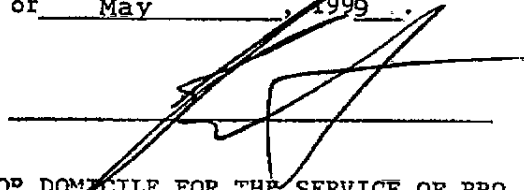
The name and address of the subscribers of these Articles of Incorporation are as follows:

Jose A. Eduartez
665 Mokena Drive
Miami Springs, Fl 33160

ARTICLE IX.-AMENDMENT:

These Articles of Incorporation may be amended in any manner provided by law. Every amendment shall be approved by the Board of Directors, proposes by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of there Articles of Incorporation be made.

IN WITNESS WHEREOF, the parties to these ARTICLES OF INCORPORATION have hereunto set their hands and seals this 5th day of May, 1999.

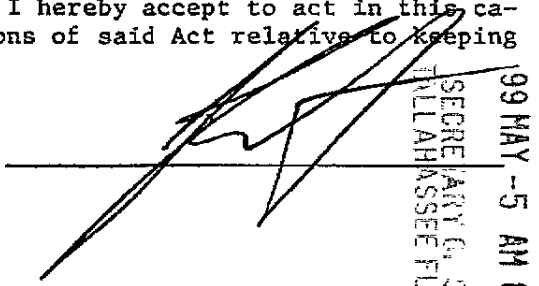


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGEN UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted in compliance with said act: ABR, INC desiring to or-
ganized under the laws of the State of Florida with ist principal and registe-
red office, as indicated in the Articles of Incorporation, at the City of Mia-
mi, County of Dade, State of Florida, has named Jose A. Eduartez as its
agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above name corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



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