

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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01 FEB 15 PM 4:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1.) A1 & Company, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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****158.00 *****78.75

SPECIAL INSTRUCTIONS

W-3604
FEB 15 2001
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FEB 15 2001

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FEB 15 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 15, 2001

CORPORATE ACCESS, INC.

SUBJECT: A1 & COMPANY, INC.
Ref. Number: W01000003604

*Corrected
2/15/01*

We have received your document for A1 & COMPANY, INC. and your check(s) totaling \$158.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

PLEASE GIVE THE DATE THE CORPORATION WILL BE COMMENCING ON.
(ARTICLE II)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 801A00009612

RECEIVED
FEB 15 2001
CORPORATIONS
DIVISION

**ARTICLES OF INCORPORATION
OF
A1 & COMPANY, INC.
a Florida corporation**

**ARTICLE I
Name**

The name of the corporation is **A1 & COMPANY, INC.**, a Florida corporation

**ARTICLE II
Duration**

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 13 day of February, 2001.

**ARTICLE III
Purpose**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV
Capital Stock**

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/00 Dollars (\$1.00) par value common stock, which shall be designated "Common Shares."

**ARTICLE V
Principal Office; Initial Registered Office and Agent**

The street address of the initial principal office and registered office of this corporation is: 133 Sevilla, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is: Peter M. Lopez, Esquire.

**ARTICLE VI
Initial Board of Directors**

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is: Peter M. Lopez, Esquire, c/o Rollnick & Linden, P.A., 133 Sevilla, Coral Gables, Florida 33134.

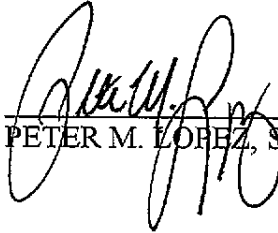
EFFECTIVE DATE
02/13/01

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TALLAHASSEE FLORIDA

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Peter M. Lopez, Esquire, 133 Sevilla, Coral Gables, Florida 33134.

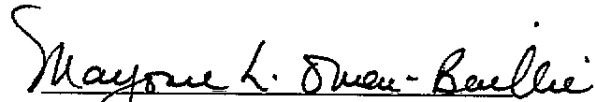
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 13 day of February, 2001.

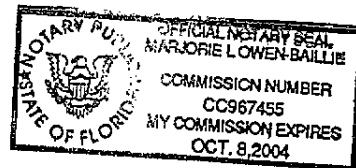


PETER M. LOPEZ, Subscriber

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 13 day of February, 2001 by PETER M. LOPEZ, who is personally known to me.


Notary Public, State of Florida
Print Name: MARJORIE L. OWEN-BAILLIE
Commission No. _____



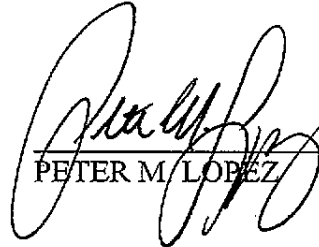
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

A1 & COMPANY, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that **A1 & COMPANY, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: 133 Sevilla, Coral Gables, Florida 33134, has named Peter M. Lopez, Esquire, located at 133 Sevilla, Coral Gables, Florida 33134, as its agent to accept service of process within this State.

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


PETER M. LOPEZ

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TALLAHASSEE FLORIDA