

P000000012809

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FILED
00 FEB -4 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

TORRES AND GOMEZ, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

TORRES and GOMEZ, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is: TORRES AND GOMEZ, INC. - - - - -

ARTICLE II

The address of the principal office, and the mailing address of this corporation shall be: 251 East 61st. Street - MIAMI, FLORIDA 33013

ARTICLE III

This corporation is authorized to issue 10 shares of common - - stock, at \$ 100.00 par value.-

ARTICLE IV

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States of America, and the laws of the State of Florida; and shall exist perpetually, unless sooner -- dissolved, according to law. In the event of liquidation, dissolution or -- winding up of this corporation, the holders of record of the shares all receive a ratable distribution of assets of the corporation,-

ARTICLE V

Each shareholders, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.-

ARTICLE VI

This corporation shall have 4 director(s) initially. The number of directors may be increased or diminished from time to time and any Director or the entire Board of Directors, may be removed, with or without cause, by the vote of the holders of a majority of the shares entitled to vote at an election of Directors, at special meeting of shareholders, called expressly for that purpose..The name(s) and address(es) of the initial director(s) of this corporation, is (are):-

MARCELO TORRES - President251 E. 61st Street - HIALEAHFLORIDA - 33013JOSE J. GOMEZ - Secretary7440 Harding Ave. # 504MIAMI BEACH, FLORIDA 33141OFELIA TORRES - Vice-Presid251 E. 61st Street - HIALEAHFLORIDA - 33013.-JOSEFA GOMEZ - Treasurer7440 Harding Ave. #504-M.BeachARTICLE VII

These articles of incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote there on.-

ARTICLE VIII

The name(s) and address(es) of the person (s) signing these articles as a Subscriber(s) and the number of shares has (have) agreed to purchase, are as follows:-

NAME	ADDRESS	SHARES
<u>Marcelo Torres</u>	<u>-251 E. 61st St.- HIALEAH, FL.</u>	<u>5</u>
<u>JOSE J. GOMEZ</u>	<u>-7440 Harding Ave., MIAMI BEACH, FL.</u>	<u>5</u>
<u>Marcelo Torres</u>	<u>Jose J. Gomez</u>	

CERTIFICATE OF DESIGNATION
REGISTERED AGENT\REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

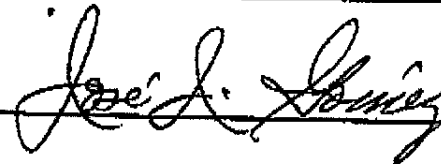
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: TORRES AND GOMEZ, INC.

2. The name and address of the registered agent and office is:

JOSE J. GOMEZ - 7440 Harding Ave. - # 504 - MIAMI BEACH, FLA. 33141

SIGNATURE



TITLE

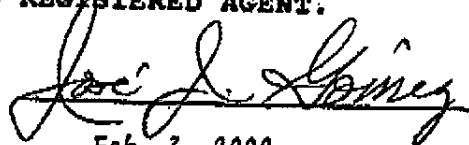
Secretary

DATE

FEB. 3, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREED TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND A AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE

Feb. 3, 2000