

P000000014019

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

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Fax Number : (850) 922-4001

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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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2000 FEB - 9 PM 12: 45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

C.E.D. BUSINESS DEVELOPERS, CORP.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

2000 FEB -9 PM 12: 45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

C.E.D. BUSINESS DEVELOPERS, CORP.

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

ARTICLE I - NAME

The name of the corporation shall be:

C.E.D. Business Developers, Corp.

The principal place of business of this corporation shall be 10030 SW 132 Ave. Miami, Florida 33186.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock \$1 per value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 10030 SW 132 Avenue, Miami, Florida 33186, and the name of the initial registered agent of the corporation at that address is Claudia Isabel Gutierrez.

Prepared by:

Maria de los Angeles T. res, Esq.
175 Fontainebleau Blv. # 2-G-8
Miami, FL 33172 - (3 1) 552-9 93
Bar No.: 0108553

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ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are appointed are:

Claudia Isabel Gutierrez 10030 SW 132 Ave.
President/Secretary Miami, FL 33186

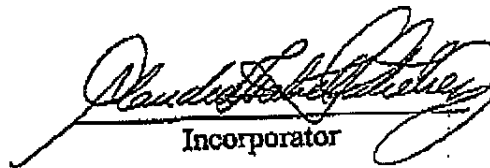
Hugo Eduardo Alvarez 10030 SW 132 Ave.
Vice-President/Dir. Miami, FL 33186

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Claudia Isabel Gutierrez
10030 SW 132 Avenue
Miami, FL 33186

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of February, 2000.


Incorporator

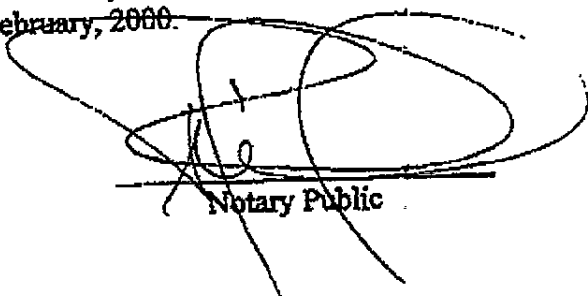
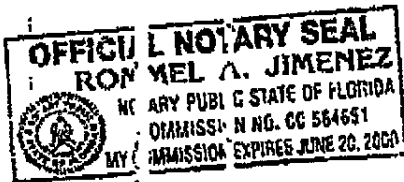
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STATE OF FLORIDA
COUNTY OF MIAMI DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Claudia Isabel Gutierrez, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me he executed the same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 7th day of February, 2000.


Notary Public

My commission expires:

Prooves Colombian Passport N°51853705

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**CERTIFICATE DESIGNATING THE ADDRESS AND SECRETARY OF STATE
AN AGENT UPON WHOM PROCEEDS MAY BE SERVED**

WITNESSETH:

That C.E.D. BUSINESS DEVELOPERS, CORP. desiring to organize under the laws of the State of Florida, which will have its principal office in the county of Miami Dade, State of Florida, has appointed Claudia Isabel Gutierrez 10030 SW 132 Ave., Miami, FL 33186 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named by the first Board of Directors to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 7th day of February, 2000.


Resident Agent

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