

M.R. GENERAL SERVICES GROUP
CORP.

FILED
FEB -9 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 7, 2000

Secretary of State
Florida Department State.
Division of Corporation
P.O.BOX 6327
Tallahassee, Fl 32314

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-02/03/00-01063-004
****122.50 ****78.75

Dear: Secretary

Please send me back to us those articles of incorporation of
M&P GENERAL SERVICES INSURANCE INC. in order
to we complete the incorporation paper for this corporation.

Sincerely,



Manuel Richardson
Manager

Miguel **CAV**

AUTHORIZATION BY PHONE TO

CORRECT RA add.

DATE 2-15

DOC. EXAM 7c 2093 SW FIRST STREET, MIAMI 33135

~~F. CHASSER~~ FEB 15 2000

305-644-9333 FAX 305-541-0985

ARTICLES OF INCORPORATION
OF
M&P GENERAL SERVICES INSURANCE INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a corporation for profit under Chapter 607 of the Florida.

ARTICLES I.- NAME

The name of the Corporation is M& P GENERAL SERVICES INSURANCE INC.

ARTICLES 2.-

The Corporation shall be engage in any activity or business permitted sunder laws of the United State and the State of Florida

ARTICLES 3.-PRINCIPAL OFFICE

The address of the principal office of the Corporation is
P.O. BOX 472485, MIAMI FLORIDA 33247

ARTICLES 4.- INCORPORATORS

The name and the address of the Incorporator of this Corporation:

Is:

MIGUEL POLANCO
P.O.BOX 472485
MIAMI, FLORIDA 33247

affairs, subject to any limitations or restrictions imposed by applicable law of these Articles of Incorporations.

ARTICLE 8.- TERM OF THE EXISTENCE

This Corporation shall have a perpetual existence

ARTICLE 9.- TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLES 10.- REGISTERED OFFICE AND REGISTERED AGENT.

The name and address of the registered agent of this Corporation is MIGUEL POLANCO, PO.O.BOX 472485 MIAMI FLORIDA 33247 - 9110 SW 77AVE.- MIAMI, FL. 33156.

ARTICLE 11.- BY LAWS.

The Board of directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of number of directors equal to a majority of number would constitute-a full Board of directors at the time of such action shall be necessary to take any for the making, alteration, amendment or repeal of the Bylaws.

ARTICLES 5.- PRESIDENT

The initial president of the corporation shall be MIGUEL POLANCO whose address shall be the same as the principal office of the Corporation.

ARTICLES 6.- CORPORATE CAPITALIZACION

6.1.- The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having a value of ONE DOLLAR (\$1.00)

6.2.- No holder or shares of stock of any class have preemptive right to subscribe to our purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3.- The board of directors of the corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as we may be set forth in the bylaws of the Corporation.

6.4.- The board of directors of the corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions of redemption of stock.

ARTICLE 7.- POWERS OF CORPORATION

The Corporation shall have the same power as an individual to do all things necessary of convenient to carry out its business and

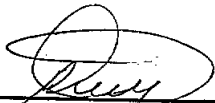
ARTICLES 12.- EFFECTIVE DATE

These Articles of Incorporation shall be effective immediate upon approval of the Secretary of State, State of Florida.

ARTICLES 13 AMENDMENT.

The Corporation reserve the right to amend, alter, change or repeal any provision contained in these articles of Incorporation, or in any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles in Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand seal, acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 22 days of JANUARY 2000.



MIGUEL POLANCO(INCORPORATORS)

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

The undersigned MIGUEL POLANCO having been designated as
Registered Agent in the above and foregoing Articles of
Incorporation is familiar with and accept the obligations of the
position of Registered Agent under section 607-0505, Florida
Statutes.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED



MIGUEL POLANCO