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From: L & I GALLO, INC.
1200 DANBURY AVENUE

 DAVIE FL 33325-0000 US
Contact Name: IVON/LUIS GALLO Ph: (954)424-7239
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Corporate Name: P & P ASSOCIATED, INC.
Certified Copy: 1 Certificate of Status: 1
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TALLAHASSEE, FLORIDA

M. Culligan FEB 29 2000

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**ARTICLES OF INCORPORATION OF
P&P ASSOCIATES, INC.**

**The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:**

**ARTICLE I
NAME**

The name of the corporation is P&P ASSOCIATES, INC.

**ARTICLE II
OFFICES**

The principal place of business and mailing address of this corporation shall be:

**3741 NE 163 STREET #187
NORTH MIAMI BEACH, FL 33160**

**The corporation may have such other offices, either within or without the State of
Florida, as the board of directors may designate, or as the business corporation may
require from time to time.**

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

- 1. To engage in general services, including but not limited to: INVESTMENT**
- 2. To transact any other lawful business for which corporations may be
incorporated under the Florida Business Corporation Act.**

**Prepared By:
L & I GALLO, INC.
1200 DANBURY AVE.
DAVIE, FL 33325
(954) 424-7239 Fax 472-9280**

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**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at 1.00 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:

**MANUEL A. ROMERO
3741 NE 163 STREET # 187
NORTH MIAMI BEACH, FL 33160**

**ARTICLE VI
DIRECTORS**

The number of directors constituting the initial board of directors is/are (2). The name and address of each Principal is:

**MANUEL A. ROMERO, FRANCISCO GARCIA
3741 NE 163 STREET # 187
NORTH MIAMI BEACH, FL 33160**



President, MAR

Secretary, FG

Vice-president, FG

Treasurer, MAR

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**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

PRESIDENT

**MANUEL A. ROMERO
3741 NE 163 STREET # 187
NORTH MIAMI BEACH, FL 33160**

VICE PRESIDENT

**FRANCISCO GARCIA
3741 NE 163 STREET # 187
NORTH MIAMI BEACH, FL 33160**

SECRETARY

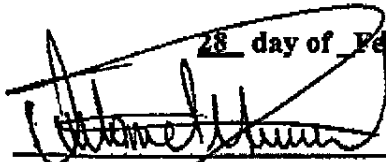
**FRANCISCO GARCIA
3741 NE 163 STREET # 187
NORTH MIAMI BEACH, FL 33160**

TREASURER

**MANUEL A. ROMERO
3741 NE 163 STREET # 187
NORTH MIAMI BEACH, FL 33160**

The undersigned has (have) executed these Articles of Incorporation this

28 day of February 2000



Signature/President



Signature/Vice-President



Signature/Secretary



Signature/Treasurer

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

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 statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **P&P ASSOCIATES, INC.**
2. The name and address of the registered agent and office is:

MANUEL A. ROMERO
3741 NE 163 STREET # 187
NORTH MIAMI BEACH, FL 33160



Signature/corporate officer, FG

Title Vice President

Date 02/28/00

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Signature, MAR

Date 02/28/00

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