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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

SUBJECT: MS FLORIDA CONSTRUCTION, INC.

FILED

00 APR 29 PM 12:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for

<u> </u> \$70.00	<u> X </u> \$78.75	<u> </u> \$122.50	<u> </u> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificates

FROM:

Nelson I. Diaz

3501 S.W. 107 Ave
Address

Miami, FL 33165

(305) 554-7724
Daytime Telephone Number

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 28 PM 12:36

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ARTICLE I NAME

The name of the corporation shall be:

MS FLORIDA CONSTRUCTION, INC.

ARTICLE II PRINCIPAL OFFICE

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

3501 S.W. 107 Ave.

Miami, Fl. 33165

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares Common Stock, No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Nelson I. Diaz
3501 S.W. 107 Ave
Miami, FL 33165

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Mario D. Sapatta

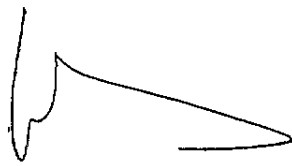
3501 S.W. 107 Ave, Miami, FL 33165

President, Secretary and Treasurer

100 % of the Corporation Shares are owned by "MS Construcciones" of the Republic of Argentina

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

24th. day of March, 2000.

x 

Signature MARIO D. SAPATTA

Signature

Signature

**CERTIFICATE OF DESIGNATION OF
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 STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is : MS FLORIDA CONSTRUCTION, INC.

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

Nelson I. Diaz
(Name)

3501 S.W. 107 Ave
(Address)

Miami, FL 33165
(City/State/Zip)

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MAY 1 2000
TALLAHASSEE, FLORIDA

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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 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 positions as registered agent.



Signature

Date 04-24-2000