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Requester's Name

FIDELITY ACCT.
2871 NW 154th TERR.
MIAMI, FL. 33054

200003252482--7
-05/15/00-D1114-014
*****78.75 *****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) (Document #)
- 2. _____ (Corporation Name) (Document #)
- 3. _____ (Corporation Name) (Document #)
- 4. _____ (Corporation Name) (Document #)

FILED
00 MAY 15 PM 3:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- Walk in Pick up time Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Thompson MAY 19 2000

Examiner's Initials

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.

ARTICLE 1 NAME

The name of the corporation shall be:

KARLAND OF SOUTH FLORIDA, INCORPORATED.

ARTICLE 2 PRINCIPAL OFFICE

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

**511 NW 79th STREET
MIAMI, FLORIDA 33150**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ALBERTO ENG

990 E 33rd STREET

HIALEAH, FLORIDA 33013

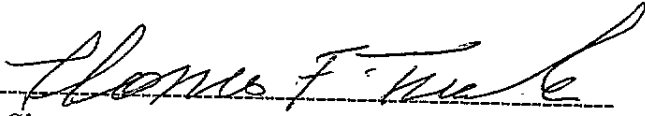
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ARTICLE V INCORPORATOR(S)


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

Homero Trueba	President	310 W 64th Street	Hialeah, FL 33012
Alberto Eng	V-President	990 E 33rd Street	Hialeah, FL 33013

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this **5th** day of **May, 2000**.



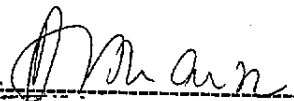
Signature



Signature

Signature

Sworn to and subscribe to me this 5th day of May, 2000.



D V MARSH
Notary Public



**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 : **KARLAND OF SOUTH FLORIDA, INCORPORATED.**

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

ALBERTO ENG

990 E 33rd STREET

HIALEAH, FLORIDA 33013

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TALLAHASSEE FLORIDA

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 statues relating to the proper and complete performance of my duties, and I am familiar and accept the obligations of my position as registered agent.


Signature

5/4/2000
Date