

P00000067789

July 10, 2000.

Secretary of State
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300003322183--6

-07/13/00-01058-012

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

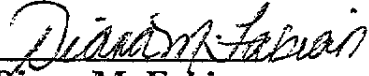
Re: **AMERICAN ACCOUNTING & MARKETING CORP**

Encloses please find the original and one copy of the articles of incorporation, together with a check in the amount of \$78.75.

This represents the cost of the filing fees, certificate copy of articles of incorporation and fee for Register Agent Designation for the above named corporation.

FILED
JUL 19 4:10:47
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA

Very Truly Yours,


Diana M. Fabian
6707 Kingsmoor Way,
Miami Lakes, Florida 33014.
Phone: 305-828.2161
Office: 305-835-7600.

J. BURCH JUL 17 2000

ARTICLES OF INCORPORATION
OF

AMERICAN ACCOUNTING & MARKETING CORP

The undersigned subscribers to these articles of incorporation, each a natural Person, domestic or foreign corporation, partnership or association, competent To contract, hereby associate themselves together to form a corporation under The Laws of the State of Florida.

ARTICLE I : NAME

The name under which this corporation will conduct its business and be known and recognized is: **AMERICAN ACCOUNTING & MARKETING CORP**

ARTICLE II : NATURE OF BUSINESS

This corporation may engage in any all activities or business permitted under The laws of the State of Florida and the Laws of the United States of America.

ARTICLE III : TERM OF EXISTENCE

This corporation is to exist perpetually unless a voluntary dissolution by the written Consent of all its shareholders or an act of the corporation to that effect take place.

00 JUL 13 AM 10:47
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV : ADDRESS

The initial place of business address of this corporation in the State of Florida is:

6707 Kingsmoor Way
Miami Lakes, Florida - 33014.

ARTICLE V : CAPITAL STOCK

The maximum number and class of shares of stock that this Corporation is authorized to have outstanding any one time are 500 Shares of One Dollars (\$1.00) Per Value.

ARTICLE VI: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Hector R. Fabian
6707 Kingsmoor Way
Miami Lakes, Florida - 33014.
Phone: 305-828-2161
Office: 305-835-7600

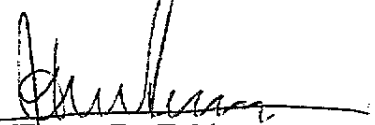
ARTICLE VII : INCORPORATOR

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

PRESIDENT :


Diana M. Fabian
6707 Kingsmoor Way
Miami Lakes, Florida - 33014.
Phone: 305-828-2161.

V. PRESIDENT :


Hector R. Fabian
6707 Kingsmoor Way
Miami Lakes, Florida - 33014.
Phone: 305-828-2161.

ARTICLE VIII : AMENDMENT

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions As might be lawfully contained in the original articles at the time of the amendment.

The undersigned has executed these Articles of Incorporation this, 10TH day of Julio, 2000.

A handwritten signature in cursive script, reading "Diana M. Fabian", is written over a horizontal line.

Diana M. Fabian

6707 Kingsmoor Way,

Miami Lakes, Florida - 33014.

Phone: 305-828-2161

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

Name of Corporation: **AMERICAN ACCOUNTING & MARKETING CORP**

FILED
00 JUL 13 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

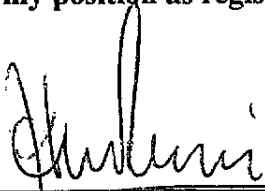
Pursuant to Florida Status Section 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its
Registered office as indicated in the articles of incorporation at:

6707 Kingsmoor Way
Miami Lakes, Florida - 33014
Phone: 305-828-2161
Office: 305-835-7600

Has named Hector R. Fabian, located at the aforesaid address, as its registered
agent to Accept service of process withing this State.

Having been named as registereed 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 the provisions of all status relating the proper and complete
Performance of my duties, and I am familiar with and accept the obligations
of my position as registered agent.



Hector R. Fabian
6707 Kingsmoor Way,
Miami Lakes, Florida - 33014
Phone: 305-828-2161
Office: 305-835-7600.