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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 21 AM 9:41

JULIO JOVEL HERRERA, INC.
2800 GEORGIA AVENUE, #G43
WEST PALM BEACH, FL 33405

July 21, 2000

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

Re: Articles of Incorporation
Forming "Julio Jovel Herrera, Inc."

To Whom It May Concern:

Enclosed please find an original fully executed Article of Incorporation, along with a Money Order #02-681009000 in the amount of SEVENTY-FIVE (\$75.00) DOLLARS representing the filing fee for same.

Kindly process accordingly, and if you should have any questions, please do not hesitate to contact me.

Sincerely,

Julio Jovel Herrera

Enclosures

Julio.721

of 7/27/00

ARTICLES OF INCORPORATION
OF

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DIVISION OF CORPORATIONS

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JULIO JOVEL HERRERA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be Julio Jovel Herrera, Inc., and the principal office of this corporation shall be 2800 Georgia Avenue, #G43, West Palm Beach, Florida 33405 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having One (\$1.00) par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2800 Georgia Avenue, # G43, West Palm Beach, Florida 33405, and the name of the initial registered agent of the corporation at that address is Julio Jovel Herrera.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Article of Incorporation. This corporation shall have one (1) Director, initially. The number of Directors may be either increased or decreased from time to time by amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and street address of the initial member of the Board of Directors is:

Julio Jovel Herrera

2800 Georgia Avenue #G43
West Palm Beach, FL 33405

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first (1st) year of the corporation, or until its successors are elected or appointed is:

Julio Jovel Herrera
President/Secretary/
Treasurer

2800 Georgia Avenue #G43
West Palm Beach, FL 33405

ARTICLE VIII. INCORPORATOR

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

Julio Jovel Herrera
2800 Georgia Avenue, #G43
West Palm Beach, FL 33405

ARTICLE IX. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the Bylaws of this

corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE X. INDEMNIFICATION

The corporation may be empowered by resolution of the Board of Directors to indemnify any officer or director, or any former officer or director, in the manner set out and provided for in the Bylaws of this corporation, pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

ARTICLE XI. INFORMAL ACTION OF DIRECTORS

If a majority of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII. AMENDMENT OF ARTICLES

The power to amend these Articles of Incorporation shall vest in the Stockholders and Directors, in the manner produced by the Florida Statutes.

ARTICLE XIII. PRE-EMPTIVE RIGHTS

Each Shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears

to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. The right may also be waived by affirmative written waiver submitted by the Shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XIV. DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership or financial interest is disclosed or known to the board of committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. If such common directorship, officership or financial interest is disclosed or known to the shareholders

entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which approves such contract or transaction.

ARTICLE XV. INFORMAL ACTION OF SHAREHOLDERS

Any action for the shareholders may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, and filed with the Secretary of the corporation as part of the corporate records.

IN WITNESS WHEREOF, the undersigned agent of Julio Jovel Herrera, Inc., has hereunto set his hand and seal this 21st day of ~~June~~^{July}, 2000

JULIO JOVEL HERRERA, INC.

By: Julio Jovel H
Its Agent, Julio Jovel Herrera/INCORPORATOR

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
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00 JUL 24 AM 9:41

Having being named as Registered Agent and to accept Service of Process for Julio Jovel Herrera, Inc., 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 timely performance of my duties and I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: Julio Jovel H
Its Agent, Julio Jovel Herrera
Dated: July 21, 2000

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