

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. HAVANA QUEST INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



Walk in



Pick up time

2:00



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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

Examiner's Initials

ARTICLES OF INCORPORATION
OF
HAVANA QUEST INC.

FILED
00 JUL 27 AM 11:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is: Havana Quest Inc.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage or transact in all 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 Five Hundred (500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00)

ARTICLE V
BEGINNING OF CORPORATE EXISTENCE

The date of corporate existence shall be the time of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE VI
TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII
ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 3450 South Ocean Blvd., Apt 219, Palm Beach, FL 33480. The Board of Directors may from time to time move the principal office to any other address

ARTICLE VIII

DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time thru By-Laws adopted by the stockholders, but there shall always be at least one (1) director.

To the extend permitted by law, the corporation shall indemnify and hold harmless each person serving as a director or officer of the corporation, and each person she serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his/her being a director or officer.

The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him/her in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable to the extend permitted by law. The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such firm or corporation, provided that the fact he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any

meeting of the Board at which action upon any such corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction with the like force and effect as if he/she were not a director or officer of such other corporation or not so interested.

ARTICLE IX

INITIAL DIRECTORS

The name and post office address of the initial directors of the corporations is:

Carlos Flores, 3450 South Ocean Blvd., Apt. 219, Palm Beach, FL 33480

Kim Marie Flores, 3450 South Ocean Blvd., Apt. 219, Palm Beach, FL 33480

ARTICLE X

INITIAL SUBSCRIBERS

The name and post office address of the initial subscribers of these Articles of Incorporation is:

Carlos Flores, 3450 South Ocean Blvd., Apt. 219, Palm Beach, FL 33480

Kim Marie Flores, 3450 South Ocean Blvd., Apt. 219, Palm Beach, FL 33480

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

The Registered Office and Registered Agent of the Corporation shall be:

Kim Marie Flores, 3450 South Ocean Blvd., Apt. 219, Palm Beach, FL 33480

ARTICLE XII

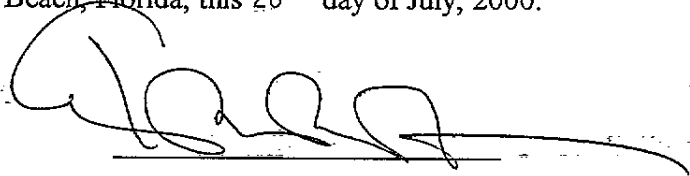
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders and approved at the stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seal and has acknowledged and filed in Office of Secretary of State of the State of Florida as subscribers of the foregoing Articles of Incorporation, at Palm Beach, Florida, this 26 day of July, 2000.

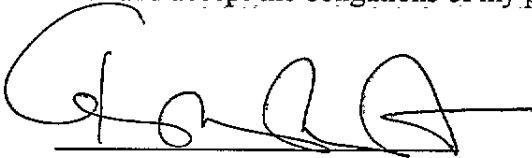


Carlos Flores, President



Kim Marie Flores, Vice-President

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 position as Registered Agent.



Kim Marie Flores, Registered Agent

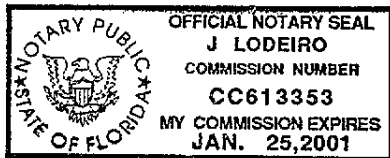
STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Carlos & Kim Marie, Flores, personally known to me, who executed the Articles of Incorporation of Havana Quest Inc., and they executed same for the purposes there expressed.

WITNESS my hand and official seal, at Miami, Miami-Dade County, Florida, this 26 . day of July, 2000.



J. Lodeiro
Notary Public State of Florida at Large



FILED
00 JUL 27 AM 11:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA