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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA PROFIT CORPORATION OR P.A.

VILLALBA ENTERPRISES, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

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OF

VILLALBA ENTERPRISES, INC.

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

ARTICLE I

The name of the corporation shall be:

**VILLALBA ENTERPRISES, INC.**

ARTICLE II

The principal place of business of this corporation shall be:

**8555 S.W. 168<sup>th</sup> Terrace  
Miami, Florida 33157**

ARTICLE III

This corporation may engage in or transact any of 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.

Myron M. Samola  
Samola & Berger, P.A.  
9700 S. Dixie Highway  
Suite 1030  
Miami, FL 33156  
Fla. Bar No. 323527

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**ARTICLE IV**

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

**300 SHARES OF COMMON STOCK AT \$1 PAR VALUE**

**ARTICLE V**

This corporation is to exist perpetually.

**ARTICLE VI**

There shall be one or more directors of this corporation.

**ARTICLE VII**

The name and street address of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until his successor is elected is:

**Domingo Villalba, President  
8555 S.W. 168<sup>th</sup> Terrace  
Miami, Florida 33157**

**Miguel Villalba, Vice President and Secretary  
8555 S.W. 168<sup>th</sup> Terrace  
Miami, Florida 33157**

**Raquel Lazor, Vice President and Treasurer  
8555 S.W. 168<sup>th</sup> Terrace  
Miami, Florida 33157**

**ARTICLE VIII**

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

**Miguel Villalba  
8555 S.W. 168<sup>th</sup> Terrace  
Miami, Florida 33157**

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Raquel Lazor  
8555 S.W. 168<sup>th</sup> Terrace  
Miami, Florida 33157

Domingo Villalba  
8555 S.W. 168<sup>th</sup> Terrace  
Miami, Florida 33157

**ARTICLE IX**


The name and address of the initial registered agent is:

Myron M. Samole, Esq.  
Samole & Berger, P.A.  
9700 South Dixie Highway, Suite 1030  
Miami, FL 33156

IN WITNESS WHEREOF, the undersigned incorporators have executed these

Articles of Incorporation this 26th day of July, 2000.

  
Domingo Villalba, President and Director

  
Miguel Villalba, Vice President and Secretary

  
Raquel Lazor, Vice President and Treasurer

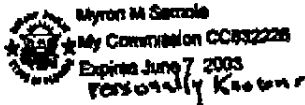
STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME personally appeared Domingo Villalba, Miguel Villalba, and Raquel Lazor to me well known and known to me to be the persons described in and who executed the foregoing ARTICLES OF INCORPORATION and acknowledged to and before me that they executed said instrument for purposes therein expressed.

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WITNESS my hand and official seal this 26th day of July, 2000.



*Myron M. Samole*  
 Myron M. Samole  
 Notary Public, State of Florida

My Commission Expires:

**ACCEPTANCE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

*Myron M. Samole*  
 Myron M. Samole, Registered Agent  
 Date: July 26, 2000

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