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ACCOUNT NO. : 072100000032

REFERENCE : 801730 83522A

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 78.75

ORDER DATE : August 17, 2000

ORDER TIME : 11:48 AM

ORDER NO. : 801730-005

CUSTOMER NO: 83522A

CUSTOMER: Luciano Isla, Esq
Luciano Isla, Esq

Suite 300
1790 W. 49th Street
Hialeah, FL 33012

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 17 PM 1:03

DOMESTIC FILING

4000003360904--7

NAME: CONTRERAS & ASSOCIATES CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1169

EXAMINER'S INITIALS:

RECEIVED
00 AUG 17 PM 12:57
DIVISION OF CORPORATION

J 8/18/00

00 AUG 17 PM 1:03

**ARTICLES OF INCORPORATION
OF
CONTRERAS & ASSOCIATES CORP.**

**ARTICLE I - NAME
CONTRERAS & ASSOCIATES CORP.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) Shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to the others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

AND PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 7441 Wayne Avenue, Suite 2-M, Miami Beach, FL 33141. The street address of the initial registered office of this corporation is 7441 Wayne Avenue, Suite 2-M, Miami Beach, FL 33141, and the name of the initial registered agent of this corporation at that address is Alexis Contreras.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws.

The name(s) and address(es) of the initial Board of Directors of this corporation is/are:

NAME

ADDRESS

ALEXIS CONTRERAS P/S/D

**7441 Wayne Avenue, Suite 2-M
Miami Beach, FL 33141**

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME

ADDRESS

ALEXIS CONTRERAS

7441 Wayne Avenue, Suite 2-M
Miami Beach, FL 33141

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by Law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 15 day of August, 2000.

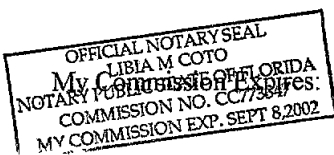

ALEXIS CONTRERAS

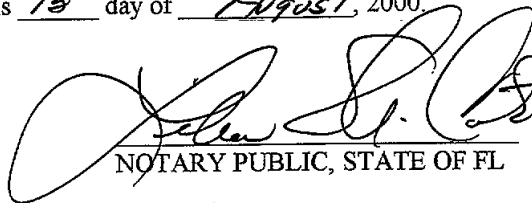
STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, **ALEXIS CONTRERAS**, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.


IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 15 day of August, 2000.



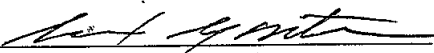

NOTARY PUBLIC, STATE OF FL

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

FIRST - CONTRERAS & ASSOCIATES CORP., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI BEACH, STATE OF
FLORIDA, HAS NAMED ALEXIS CONTRERAS, 7441 WAYNE AVENUE, SUITE 2-
M, MIAMI BEACH, FL 33141, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

BY: 
ALEXIS CONTRERAS
TITLE: President
DATE: 8-15-00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE: 
ALEXIS CONTRERAS
DATE: 8-15-00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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