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LAW OFFICE

Antonio E. Alonso

FIRST UNION BANK OF CORAL WAY
1699 CORAL WAY, SUITE 315
MIAMI, FLORIDA 33145

TELEPHONE:
(305) 858-7452

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October 23, 2000

Secretary of State
Corporate Division
P. O. Box 6327
Tallahassee, FL 32314

100003439171--3
-10/25/00--01069--008
*****78.75 *****78.75

Re: Articles of Incorporation of **CELIA, CORP.**

Dear Gentleman or Madam:

Enclosed please find our office account check in the amount of \$78.75, as per detail below, and original and two copies of the Articles of Incorporation of the above described corporation.

Please return a certified copy to the undersigned, whose address is:

1699 Coral Way, Suite 315
Miami, Florida 33145

Thank you for your kind attention and cooperation to this matter.

Sincerely yours,


ANTONIO E. ALONSO, ESQ.

FILED
00 OCT 25 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

\$ 35.00 - Filing Fees
8.75 - Certified Copy
35.00 - Registered Agent Designation
\$ 78.75

ARTICLES OF INCORPORATION
OF
CELIA, CORP.

FILED
00 OCT 25 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

CELIA, CORP.

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III PURPOSE

This Corporation is organized for the purpose of transacting any and all business related to transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares of common stock without par value.

ARTICLE V INITIAL REGISTERED AGENT OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

8295 S.W. 2nd Street
Miami, Florida 33144

The name of the initial registered agent of this corporation at that address is:

ANTONIO GONZALEZ

ARTICLE VI MAILING ADDRESS

The mailing address of the corporation is:

8295 S.W. 2nd Street
Miami, Florida 33144

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The names and post office address of the members of the Board of Directors are:

NAME

ADDRESS

ANTONIO GONZALEZ

8295 S.W. 2nd Street
Miami, Florida 33144

ARTICLE VIII INCORPORATORS

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

NAME

ADDRESS

ANTONIO GONZALEZ

8295 S.W. 2nd Street
Miami, Florida 33144

ARTICLE IX AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the

shareholders is subject to this reservation.

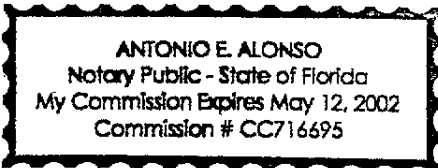
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this _____ day of _____, 2000.

INCORPORATOR: ANTONIO
GONZALEZ

STATE OF FLORIDA)
 (SS
COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared ANTONIO GONZALEZ, known to me and known to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, he/she has hereunto set his/her hands and affixed his/her official seal, in the State and County aforesaid, that I relied upon the following form(s) of identification of the above-named person(s): _____ and that an oath (was) (was not) taken, this _____ day of _____, 2000.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires:

CERTIFICATE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



ANTONIO GONZALEZ
Registered Agent

Dated: _____

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA