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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

October 30, 2000

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

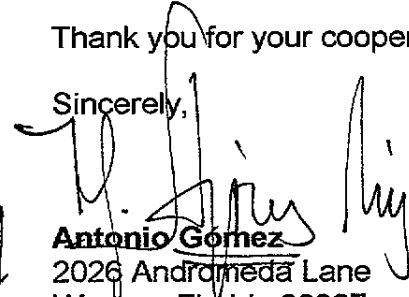
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: **Associated Business Professionals, Inc.**

Herein I'm enclosing the Articles of Incorporation and the Certificate of Designation for Registered Agent and Register Office for the above corporation in order to be filed. I'm also enclosing the Bank of America check No. 1670 in the amount of \$78.75

Thank you for your cooperation.

Sincerely,


Antonio Gómez
2026 Andromeda Lane
Weston, Florida 33327
Phone/Fax: (954) 659-9404

Attachment.

D. BROWN NOV - 2 2000

ARTICLES OF INCORPORATION
OF
ASSOCIATED BUSINESS PROFESSIONALS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I : NAME. The name of the corporation shall be: **ASSOCIATED BUSINESS PROFESSIONALS, INC.**

ARTICLE II : PRINCIPAL OFFICE. The principal place of business and mailing address of this corporation shall be:

2026 Andromeda Lane
Weston, Florida 33327
Telephone/Fax Number: (954) 659-9404

ARTICLE III : CAPITAL STOCK. The number of share of stock that this corporation is authorized to have outstanding at any one time is: 10,000 shares of stock.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS. The name and address of the initial registered agent is:

Antonio Gómez
2026 Andromeda Lane
Weston, Florida 33327
Telephone/Fax Number: (954) 659-9404

ARTICLE V: INCORPORATOR. The name and street address of the incorporator to these Articles of Incorporation is:

Antonio Gómez
2026 Andromeda Lane
Weston, Florida 33327
Telephone/Fax Number: (954) 659-9404

The undersigned has executed these Articles of Incorporation this 30 day of October, 2000.


Antonio Gómez
Incorporator

October 30, 2000

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

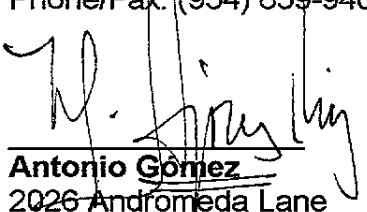
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

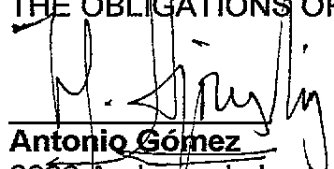
1. The name of the corporation is: **ASSOCIATED BUSINESS PROFESSIONALS, INC.**

2. The name and address of the registered agent and office is:

Antonio Gómez
2026 Andromeda Lane
Weston, Florida 33327
Phone/Fax: (954) 659-9404


Antonio Gómez
2026 Andromeda Lane
Weston, Florida 33327
Phone/Fax : (954) 659-9404
Incorporator

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.


Antonio Gómez
2026 Andromeda Lane
Weston, Florida 33327
Phone/Fax: (954) 659-9404