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FLORIDA PROFIT CORPORATION OR P.A.**FUENTECH ENTERPRISES, INC.**

Certificate of Status	0
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Page Count	04
Estimated Charge	\$70.00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 14, 2000

EMPIRE

SUBJECT: FUENTECH ENTERPRISES, INC.
REF: W00000027030

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

FUENTECH ENTERPRISES, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: FUENTECH ENTERPRISES, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:

12496 SW 128TH STREET, BAY 111
MIAMI, FLORIDA 33186

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:
 - (a) To have perpetual succession by its corporate name;
 - (b) To sue and be sued, complain, and defend in its corporate in allaction or proceedings;

Prepared by:

JOSE A. RODRIGUEZ, CPA

305 541 3770 P.03/06

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- (q) To have and exercise all powers necessary of convenient to effect its purposes;
- (r) To indemnify any person who by reason of the fact that he or she was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 5607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of One Dollar (\$1.00)

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

RAFAEL FUENTES
12496 SW 128TH STREET, BAY 111
MIAMI, FLORIDA 33186

ARTICLE VII

The initial board of Directors shall consist of a total of 1 persons and the name and address of the person(s) who is to serve as an initial director(s) is:

Rafael Fuentes
12496 SW 128th St. Bay 111
Miami, FL 33186

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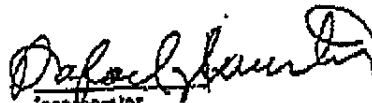
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ARTICLE VII

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

RAFAEL FUENTES
12496 SW 128TH STREET, BAY 111
MIAMI, FLORIDA 33186

The undersigned has executed these Articles of Incorporation this 26 day of OCTOBER, 2000.


Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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.

First that : FUENTECH ENTERPRISES, INC.
(Name of Corporation)

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named:

located at Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

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 AGREEE 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.

SIGNATURE

[Signature]
Registered Agent

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