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Roger C. Lambert Esq.'s
Immigration Services of the Palm Beaches
2501 Bristol Drive Suite B-12
West Palm Beach, Florida 33409
Phone (561) 471-9878
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November 29, 2000

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-12/11/00-01019-004
*****78.75 *****78.75

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

Re: **BUTTONS & SHOULDERPADS, INC.**

Dear Sir or Madam:

Please be advised that this firm represents Buttons & Shoulder pads, Inc. Enclosed please find the Articles of Incorporation for the above-captioned corporation and our check in the amount of \$78.75.

Please file the Articles of Incorporation for Buttons & Shoulder pads, Inc. and forward evidence to that effect to our office at your earliest convenience.

Should you have any questions or require anything further, please feel free to contact this office at the numbers indicated above.

Sincerely,

Haydee Perez

Haydee Perez, Office Manager / Paralegal
Immigration Services of the Palm Beaches

HP/ow
Enclosures

CERTIFIED MAIL

FILED
00 DEC -8 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

g/10/13

ARTICLES OF INCORPORATION

of

BUTTONS & SHOULDERPADS, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BUTTONS & SHOULDERPADS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ ONE (1) per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
2501 BRISTOL DRIVE, SUITE 12 - B		
CITY WEST PALM BEACH,	FLORIDA	ZIP 33409

Mailing address, if different

STREET ADDRESS		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME ROGER C. LAMBERT, ESQ.		
ADDRESS 2501 BRISTOL DRIVE, SUITE B-12		
CITY WEST PALM BEACH,	FLORIDA	ZIP 33409

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TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors 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 addresses of the initial director(s) of the corporation are as follows:

NAME	JORGE IVAN OROZCO		
ADDRESS	CALLE 18# 1441, LOCAL#4		
CITY	ARMENIA,	STATE	QUINDIO, COLOMBIA ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ROGER C. LAMBERT, ESQ.		
ADDRESS	2501 BRISTOL DRIVE, SUITE B-12		
CITY	WEST PALM BEACH,	STATE	FLORIDA ZIP 33409
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 25
day of NOVEMBER, XV 2000.


ROGER C. LAMBERT, ESQ.

(Signature)

(Signature)

(Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BUTTONS & SHOULDERPADS, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, organized under the laws of the State of Florida with its registered office
as indicated in the Articles of Incorporation
at 2501 BRISTOL DRIVE WEST PALM BEACH, FLORIDA 33409

has named ROGER C. LAMBERT, ESQ.

located at the aforesaid address, as its registered 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 regis-
tered 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.


(Signature)
ROGER C. LAMBERT, ESQ.

11/27/00
(Date)