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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LUCEL CORPORATION
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

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

Examiner's Initials TH 1/12/01

**Articles of Incorporation
of
LUCEL Corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is LUCEL CORPORATION

ARTICLE II - DURATION

This corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This corporation is organized for any lawful business it may choose to undertake pursuant to the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of stock with a One Dollar (\$1.00) par value, which said shares shall be designated as "common shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of initial registered office of the corporation is

640 NW 36th CT., Suite A
Miami, FL 33125

The name of the initial registered agent of this corporation is

ELENA V. PERNAS

The mailing address of this corporation is the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) initial directors. The number of all directors may increase or decrease from time to time by the By-Laws but shall never be less than ONE

(1) . The names and addresses of the initial directors are:

ELENA V. PERNAS	821 Columbus Blvd., Coral Gables, FL 33134
TAURINO SUAREZ	2730 SW 26 ST., Miami, FL 33133

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles of Incorporation is:

ELENA V. PERNAS
640 NW 36th Ct., Suite A
Miami, FL 33125

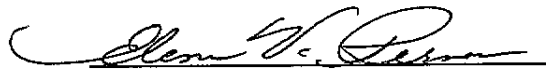
ARTICLE VIII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend, rescind or repeal any provisions contained in these Articles of Incorporation and amendment thereof and any right conferred upon the shareholders herein to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 10 day of January 2001



STATE OF FLORIDA

COUNTY OF MIAMI-DADE

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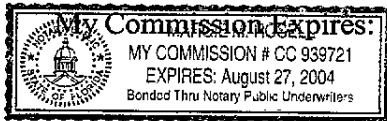
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared on this date
ELENA V. PERNAS to me well known and known to bet he person described in and
acknowledged to and before me that (s)he she executed the same for the purposes therein
expressed, and who produced the following identification
FLA. DRIVER'S LIC.

WITNESS MY HAND AND OFFICIAL SEAL this 10th day of
January, 2001.

Margie M. Rosell
NOTARY PUBLIC, STATE OF FLORIDA



ACCEPTANCE OR REGISTERED AGENT

Having been named Registered Agent to accept service of process for the above-stated corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10th day
of January, 2001.

I HEREBY AM FAMILIAR WITH AND ACCEPT
THE RESPONSIBILITIES AS REGISTERED
AGENT FOR SAID CORPORATION.

BY: Elena V. Pernas