Melendez

& Associates

Accountants

(561) 582-3046 • Fax (561) 582-0899



January 10, 2001

Secretary Of State Division Of Corporations PO Box 6327 Tallahassee, FI 32314

200003562652--0 -01/22/01--01096--006 *****78.75 *****78.75

Re: Heriberto Martinez, Inc. 5067 120tth Avenue North Royal Palm Beach, FI 33411

Dear Sirs,

Enclosed find the Articles of Incorporation for the above named subscriber, along with the fee required to cover the incorporation fee.

Thanking you in advance for your kind consideration.

Sincerely,

OI JAN 22 H 2: H

John States

Articles of Incorporation of

HERIBERTO MARTI NEZ, INC.

FILED
01 JAN 22 PM 2: 19
SECRETARY OF STATE

TALLAHASSEE, FLORIDA

Article I Name

Heriberto Martinez, Inc. 5067 120th Avenue North Royal Palm Beach, Florida 33411

Article II

Duration

This corporation shall have perpetual existence.

Article III Purpose

This corporation is organized for the transaction of any and all lawful business as allowed under the laws of the State of Florida with respect to corporations, as those now exist or as they may hereafter provide.

Article IV Capital Stock

This organization is authorized to issue 1000 shares of **ONE DOLLAR**, (\$1.00) par value common stock.

Article V Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 5067 120th Avenue North, Royal Palm Beach, Florida 33411

The name of the initial registered agent of this corporation is:

Heriberto Martinez

Article VI Incorporators

The name and address of the person signing these articles is:

Heriberto Martinez

5067 120th Avenue North

Royal Palm Beach, Florida 33411

Article VII Powers

This corporation shall have all of the corporate powers enumerated in Florida Statues Section 607.0302.

Article VIII Indemnification

This corporation shall to the fullest extent permitted by the provisions of Florida Statues 607.0850, as the same may be amended and supplemented, indemnify under said provision from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity while holding such office, and shall inure to the benefit of the heirs executors and administrators of such a person.

Article IX Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article X <u>Bylaws</u>

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide such bylaw as not being subject to amendment or repeal by the directors.

Article XI Beginning of Corporate Existence

Corporate existence shall begin upon receipt of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation

this 10th day of Jaman, 2000.
Signature Mente Menting
STATE OF FLORIDA
COUNTY OF PALM BEACH
Before me, the undersigned authority, on this day personally appeared House North who executed the foregoing instrument in her personal or authorized representative capacity indicated above, and () who is personally known to me, or () who did not take an oath
WITNESS my hand and official seal in the county and State last aforesaid,
this 10 day of January, 2000.
Maribel Melends

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, <u>Florida Statues</u>, the following is submitted in compliance with said Act.

Heriberto Martinez, Inc. to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named Heriberto Martinez of 5067 120th Avenue North, Royal Palm Beach, Florida 33462, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Registered Agent

01 JAN 22 PH 2: 1:
SECRETARY OF STATE