

PO1000031112

CARLOS A. CARBAJAL
10730 S.W. 27 STREET
MIAMI, FL 33165
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March 22, 2001

VIA UPS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
01 MAR 23 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Incorporation for HERCAR, INC.

400003908414--6
-03/26/01--01009--001
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed herewith find the original and duplicate copy of the Articles of Incorporation of the above named proposed corporation. The duplicate copy has been subscribed in the same manner as the original. Please endorse your approval of the Articles on the duplicate copy, certify it and return it to the undersigned in the enclosed UPS overnight envelope. Thank you.

The enclosed check in the amount \$78.75 is to cover the following items:

Filing Fee	\$ 35.00
Certified copy	8.75
Resident Agent Form	<u>35.00</u>
Total:	\$78.75

Thank you.

Yours truly,



Carlos A. Carbajal

gk3/27

ARTICLES OF INCORPORATION
OF
HERCAR, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned forms this corporation for profit in accordance with the Florida General Corporation Act.

ARTICLE I - NAME

The name of the corporation is HERCAR, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation is 99620 Overseas Highway, Key Largo, Florida 33037.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date these Articles are filed with the Secretary of State.

ARTICLE IV - PURPOSES

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State, and to do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to do all other things incidental to them or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States or by the foreign country.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 99620 Overseas Highway, Key Largo, Florida 33037 and the name of the initial registered agent of this corporation at that address is Carlos A. Carbajal.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director 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 name and address of the initial director of this corporation is:

Carlos A. Carbajal	99620 Overseas Highway
	Key Largo, FL 33037

ARTICLE IX - INCORPORATORS

The name and address of the person signing this Articles is:

Carlos A. Carbajal
99620 Overseas Highway
Key Largo, FL 33037

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this _____ day of March, 2001.


CARLOS A. CARBAJAL

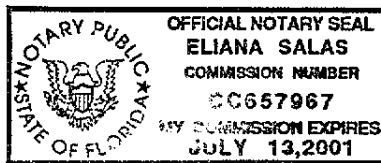
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Sworn to and subscribed before me this 22 day of March, 2001 by CARLOS A. CARBAJAL, who is personally known to me or who has produced _____ as identification.


NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



**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, Florida Statutes, the following is submitted, in compliance
with said Act:

That **HERCAR, INC.**, desiring to organize under the laws of the State of Florida with its
principal office, as indicated in the Articles of Incorporation at the City of Monroe, State of Florida,
has named CARLOS A. CARBAJAL, whose address is 99620 Overseas Highway, Key Largo,
Florida 33037, as its agent to accept service of process within this state.

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


CARLOS A. CARBAJAL

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TALLAHASSEE, FLORIDA