Law Offices Manuel Diner, P. A.

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TELEPHONE (305) 358-7880
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April 16, 2001

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

Re: T.C.T. Group Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of the above referenced corporation, together with our client's check in the sum of \$78.75 representing the filing and certified copy fee.

200041236

Should you have any questions, please feel free to call this office.

Very truly yours,

MANUEL DINER, P.A.

Manuel Diner, Esq.

MD/da Enclosure

corp/secofstateltrtctgroup

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## ARTICLES OF INCORPORATION **OF** T.C.T. GROUP INC.

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SECRETARY OF STATE TALLAHASSEE FLORIDA

# ARTICLE I. NAME AND ADDRESS OF CORPORATION

The name of this corporation is: T.C.T. Group Inc. The Corporation's principal office and mailing address is: 4218 SW 9th Street Miami, Florida 33/34

### ARTICLE II. NATURE OF CORPORATION BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

## *ARTICLE III*. CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

### <u>ARTICLE IV.</u> <u>PREEMPTIVE RIGHTS</u>

All shareholders of the Corporation shall be vested with full preemptive rights.

#### ARTICLE V. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and Registered Office of the corporation in the State of Florida shall be:

INITIAL REGISTERED AGENT:

Antonio Gonzalez

INITIAL REGISTERED OFFICE:

4218 SW 9th Street

Miami, Florida 33/34

# ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Antonio Gonzalez, REGISTERED AGENT

#### <u>ARTICLE VI.</u> INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is three.

The name and address of the members of the initial Director of the Corporation is:

Antonio Gonzalez, 4218 SW 9th Street, Mari, Florida

33134

John A. Gonzalez, 4218 SW 9th Street, Miami, Florida

33/34

Charles A. Gonzalez, 4218 SW 9th Street, Miami, Florida 33

221

### <u>ARTICLE VII</u> <u>INITIAL INCORPORATOR</u>

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

Antonio Gonzalez
4218 SW 9<sup>th</sup> Street, Miami, Florida 33/34

Antonio Gonzalez, INCORPORATOR

STATE OF FLORIDA )

SS

COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this <u>12</u>day of <u>April</u>, 2000 by Manuel Diner, who is personally known to me [Yor has produced \_\_\_\_\_ as identification and

who did [ ] did not [c] take an oath.

Motary Public. State of Florida

Print Name: Manuel Diner

My Commission Expires:

c.wpdocs.corp.tctgroupincart

Manuel Diner

May + My Commission CC761600

Expires August 30, 2002

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SECRETARY OF STATE