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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

HRCC ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

HRCC ENTERPRISES, INC.

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The undersigned subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is HRCC ENTERPRISES, INC.

ARTICLE II. NATURE OF THE BUSINESS

Generally to conduct and carry on as a marketing, consulting and related business. To manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind, description, except that it is not to conduct a banking, safe deposit, trust insurance, surety, express that is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness, as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guaranty, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any

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other corporation of the State of Florida, or any other state of government, and while owners of such stock, to exercise all of the rights, powers and privileges of ownership, including the right to vote such stock.

In addition to the foregoing, this Corporation shall have the right to exercise all of the general and additional powers authorized to any corporation of this State, under the general provisions of the present Florida Statutes, including any amendments thereof, and the foregoing enumeration of specific purposes, objectives and powers shall not be held to limit or restrict in any manner, such general and additional powers.

ARTICLES III, CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding, at any time, is four Hundred (400) shares of common stock, having a par value of One and 00/100 (\$1.00) Dollar per share. The consideration to be paid for each share may be in money, property, or services, as determined by the Board of Directors or management of this Corporation.

ARTICLES IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is four Hundred and 00/100 (\$400.00) Dollars.

ARTICLE V, TERM OF EXISTANCE

This Corporation is to exist perpetually. It shall be a close corporation within the terms and definitions of Chapter 607, Florida Statutes, and the rights of the stockholders herein may be more fully defined by a written agreement signed by all the stockholders of the Corporation.

ARTICLE VI, ADDRESS AND REGISTERED AGENT

The street address of the initial principal office of the Corporation is:

**21101 N.W. 37 Ave
Miami, FL 33056**

and the Registered Agent is:

Christian Diaz

The Board of Directors shall have authority to move the registered office to any other address in the State of Florida and to establish a branch of subordinate offices of the Corporation at such place or places in

which the Corporation is authorized to do business, as the Board shall determine to be in the best interest of the Corporation.

ARTICLES VII, DIRECTORS

Section 1. This Corporation shall have One (4) Director initially, and the number of directors may be increased or diminished, from time to time, by the By-laws adopted by the stockholders, but shall never be less than one (1); provided however, the business of this Corporation may be managed by its stockholders rather than a Board of Directors. In the management of the business of the Corporation, the act of the Stockholders representing a majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one vote, in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall be the act of the Stockholders. Each stockholder shall be entitled to one vote, in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the Stockholders, for the management of the business of the Corporation.

Section 2. The principal Directors of the corporation shall be:

Yaser Alassaf	Director
Rafeal Nucera	Director
Humberto C. Diaz	Director
Christian Diaz	Director

A director or directors shall be elected from time to time, in the manner set forth in the By-laws adopted by the Corporation unless the Stockholders of the Corporation shall decide to manage same in accordance with the provisions of Article XI, hereunder.

Section 3. The names of the directors who are to serve until the first election of officers of the first meeting of the directors and/or stockholders of the Corporation are:

Yaser Alassaf	Director
Rafeal Nucera	Director
Humberto C. Diaz	Director
Christian Diaz	Director

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

Yaser Alassaf	21101 N.W. 37 Ave Miami, FL 33056
Rafeal Nucera	21101 N.W. 37 Ave Miami, FL 33056
Humberto C. Diaz	21101 N.W. 37 Ave Miami, FL 33056
Christian Diaz	21101 N.W. 37 Ave Miami, FL 33056

ARTICLE IX. SUBSCRIBERS

The names and post office addresses of each Subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration therefore, are:

<u>Name</u>	<u>Address</u>	<u>Consideration</u>	<u>Value</u>
Yaser Alassaf (Director)	21101 N.W. 37 Ave Miami, FL 33056	100 Shares	\$ 100.00
Rafeal Nucera (Director)	21101 N.W. 37 Ave Miami, FL 33056	100 Shares	\$ 100.00
Humberto C. Diaz (Director)	21101 N.W. 37 Ave Miami, FL 33056	100 Shares	\$ 100.00
Christian Diaz (Director)	21101 N.W. 37 Ave Miami, FL 33056	100 Shares	\$ 100.00

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify all officers or directors or any former officer or director, to the full extent permitted by law.

ARTICLE XI. AMENDMENTS

The Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's Meeting, by a majority of the Stockholders entitled to vote thereon, unless all of the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. MANAGEMENT

In Accordance with Chapter 607, Florida Statutes, the Stockholders of the Corporation may, by a majority vote of the stock entitled to vote, provide that the business of the Corporation, rather than a Board of Directors, and any reference in these Articles to actions of the Board of Directors or in the By-laws of the minutes of the Corporation shall apply to actions of such stockholders, if in accordance with the provisions of this Article, they elect to manage the business of the Corporation.




Christian Diaz

STATE OF FLORIDA)
) SS:)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the state and county named above, to take acknowledgments, personally appeared, Christian Diaz, to me known to be the person described as subscriber in (and/or who produced identification as set forth below) and who executed the foregoing Articles of Incorporation, and he acknowledged to me having taken a oath, that he subscribed to those Articles of Incorporation.

Witness my hand and seal this 15th day of May, 2001



NOTARY PUBLIC - STATE OF FLORIDA

Roger Carlier
(Printed Name of Notary)

My Commission Expires:

Commission Number:



Roger M. Carlier
MY COMMISSION # CC935197 EXPIRES
May 25, 2004
BONDED THROUGH TAIN INSURANCE, INC.

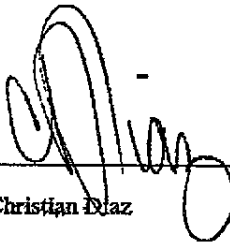
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CERTIFIED DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED PURSUANT TO CHAPTER 607, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

First, that HRCC Enterprises, Inc. is desirous of organizing a Corporation under laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the State of Florida, and has named Christian Diaz at 21101 N.W. 37 Ave, Miami, FL 33056, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at 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.


Christian Diaz

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