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June 26, 2001

Sirs.
DIVISION OF CORPORATION
FLORIDA DEPARTMENT OF STATE
Tallahassee, Florida

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Ref: Filing a new profit corporation

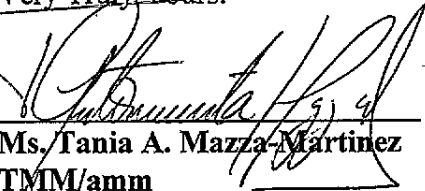
Dear Sirs:

Enclosed you will find an article of incorporation to be filed. Please send it to our offices as soon as it is filed at:

MAZA-MARTINEZ & ASSOC., P.A.
782 NW 42 AV. SUITE 6347
MIAMI, FLORIDA 33126

FILED
01 JUN 27 PM 3:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Very Truly Yours.


Ms. Tania A. Mazza-Martinez
TMM/amm

ARTICLE VII- INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Ms. Tania A. Mazza-Martinez
MAZZA-MARTINEZ & ASSOC, P.A.
782 NW 42 Av. Suite 637
Miami, Florida 33126

ARTICLE VIII- PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation 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 IX- INDEMNIFICATION

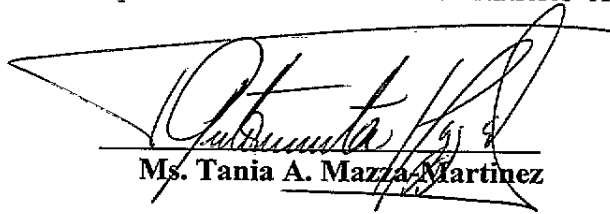
The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X- AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Article of Incorporation or any amendment hereto, and any rights conferred upon the shareholders is subject to this reservation.

In WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: June 26, 2001


Ms. Tania A. Mazza-Martinez

ACCEPTANCE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE.

The undersigned person, having been named as Registered Agent and to accept service of process for the above stated Corporation, at the place designated in the Articles, hereby accept to act in this capacity. I further agrees to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and acknowledge that I am familiar with and accept the obligations of my position as Registered Agent.

By: 
Registered Agent.