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ROSA M. VEGA
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FILED
01 JUL 18 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 16, 2001

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700004484477-0
-07/18/01--01058--001
*****70.00 *****70.00

Re: Velasquez Brothers Corp.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Velasquez Brothers Corp. Furthermore, we are enclosing herein a check in the sum of \$70.00 for the required fee.

Please return a stamped copy of the Articles of Incorporation in the enclosed self-addressed stamped envelope.

Should you have any questions, please contact our office.

Very truly yours,


ROSA M. VEGA

RMV:dpm

Enclosures

Ps 7/19/01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VELASQUEZ BROTHERS CORP.

THE UNDERSIGNED, acting as Incorporator of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of the Corporation is: VELASQUEZ BROTHERS CORP.

The address of the Corporation is: 11001 SW 123 Court, Miami, Florida 33186

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be incorporated in the State of Florida.

ARTICLE IV

The Corporation is authorized to issue 100 shares at \$1.00 par value common stock.

ARTICLE V

The street address of the Initial Registered office of the corporation is : 11001 SW 123 Court, Miami, Florida 33186, and the name of the Initial registered Agent of the corporation at that address is : CLARA CALLE. Principal address of the corporation and registered office address are the same for all purposes.

ARTICLE VI

This Corporation shall have One (1) director initially. The number of directors may be either increased or decreased from time to time by and amendment of the bylaws of the Corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors(s) of this Corporation are:

NAME

ADDRESS

LUIS VELASQUEZ

1 Brewster Gate, N. Massapequa, NY 11758

ARTICLE VII

The name(s) and address(es) of the Initial Officer(s) of the Corporation is/are:

NAME

ADDRESS

LUIS VELASQUEZ,
President and 55% owner

1 Brewster Gate, N. Massapequa, NY 11758

RUBEN VELASQUEZ,
Vice-President and 45% owner

83-03 Northern Blvd., Jackson Heights, NY 11372

ARTICLE VIII

The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation is/are:

NAME

ADDRESS

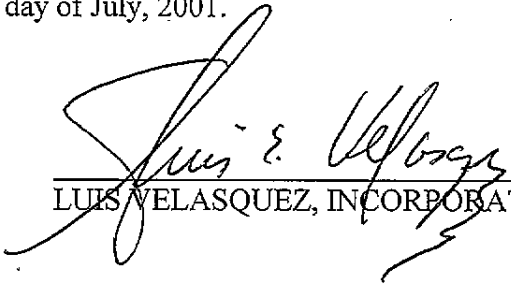
LUIS VELASQUEZ

1 Brewster Gate, N. Massapequa, NY 11758

ARTICLE IX

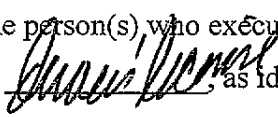
This Corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation this 14 day of July, 2001.



LUIS VELASQUEZ, INCORPORATOR

STATE OF FLORIDA:
COUNTY OF MIAMI-DADE:

BEFORE ME, the undersigned authority personally appeared LUIS VELASQUEZ known to be the person(s) who executed the foregoing Articles of Incorporation, or who produced  as identification, and he/she/they acknowledged to and before me that he/she/they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12 day of July, 2001.

My Commission Expires:



NOTARY PUBLIC, State of Florida

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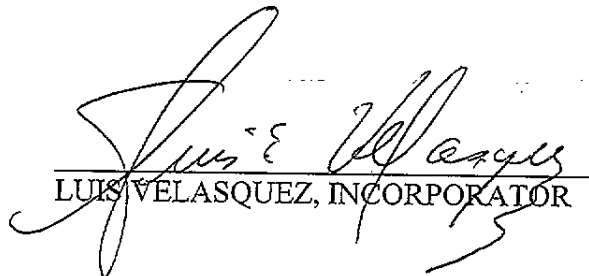
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

THAT VELASQUEZ BROTHERS CORP. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Miami, County of Miami-Dade, and State of Florida, has named CLARA CALLE, located at 11001 sw 123 Court, Miami, Florida 33186 as its agent to accept service of process within Florida.

Dated: 7/17/01


LUIS VELASQUEZ, INCORPORATOR

HAVING BEEN NAMED to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby agree to accept and act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: 7/19/01


CLARA CALLE, REGISTERED AGENT