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Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 : (305)634-3694 Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

THE IMMIGRATION CENTER OF FLORIDA, INC.

Certificate of Status	0
Certified Copy	1
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August 16, 2001

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SUBJECT: THE IMMIGRATION LAW CENTER, INC.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

AMERICAN IMMIGRATION CENTER, INC.

ARTICLE I (Name)

The name of the Corporation is: AMERICAN IMMIGRATION CENTER, INC.

Principal Office: 633 N.E. 167th Street, Suite 520 North Miami, Florida 33162

ARTICLE II

(Purposes)

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

ARTICLE III

(Term)

The Corporation shall be perpetual in existence.

ARTICLE IV

(Capital Stock)

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Hundred (100) shares of One-Dollar (\$1) par value common stock, which shall be designated "Common Shares." The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V

(Cumulative Voting)

At each election of directors, every holder of the capital stock (or voting stock, if there is more than one class and one

Prepared By: Carol E. Chloupek & Associates, P.A. 633 N.E. 167th Street, Suite 520 North Mismi Beach, Florida 33162 (305) 652-0832 FBN: 831069

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class is nonvoting) shall have the right to vote, in person or by proxy, the number of shares registered in his/her name for as many persons as there are directors to be elected and for whose election he/she has a right to vote, or to cumulate his/her votes by giving one candidate as many votes as the number of such directors multiplied by the number of his/her shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Notice must be given by any shareholder to the President and the Vice President of the Corporation, not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors, that such shareholders intend to cumulate his/her vote at said election.

ARTICLE VI (Officers)

The Officers of the Corporation shall consist of the following:

Name(s)

Position held

Carol E. Chloupek, Esq. 633 N.E. 167th Street, Suite 520 North Miami Beach, Florida 33162

President

ARTICLE VII

(Initial Shareholders)

The name(s) of the initial Shareholder(s) of the Corporation as well as their respective shares are:

Name(s)

Share(s)

Carol E. Chloupek, Esq. 633 N.E. 167th Street, Suite 520 North Miami Beach, Florida 33162 100.0%

ARTICLE VIII

(Preemptive Rights)

The registered holders of the shares of the capital stock of the Corporation shall have the preemptive right to purchase additional stock on such equitable terms, prices, and condition as shall be fixed by the Board of Directors for the issuance of any stock in the Corporation from time to time. Such preemptive right shall be exercised in the ratio that the number of shares held by each stockholder bears to the total number of shares outstanding.

ARTICLE IX

(Indemnification)

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

ARTICLE X

(Initial Registered Agent and Initial Registered Office)

The Corporation's initial Registered Agent and Registered Office in the State of Florida is:

Initial Registered Agent: Carol E. Chloupek

Initial Registered Office: 633 N.E. 167th Street, Suite 520 North Miami Beach, Florida 33162

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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, and I accept the duties and obligations of Section 617,0503, Florida Statutes.

CAROL E. CHLOUPEK

Registered Agent

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ARTICLE XI (Incorporator)

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

Incorporator: CAROL E. CHLOUPEK

Address:

633 N.E. 167th Street, Suite 520 North Miami Beach, Florida 33162

CAROL E. CHLOUPEK

Incorporator

Personally appeared before me, the undersigned authority, <u>Carol E. Chloupek</u>, who signed the foregoing Affidavit in my presence and who being by me first duly sworn, deposes and says that she knows the contents of said Affidavit, that the same is true to the best of her knowledge and belief.

witness my hand and official seal at Meane-Role, Florida this 15 day of August, 2001.

Affiant X known ___ Produced Identification.

Type of LD. _____

Signature of Notary Public

Signature of Notary Public

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My Commission Expires:

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