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Florida Department of State
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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.

XELORGROUP SERVICES, INC.

Certificate of Status	0
Certified Copy	04
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 AUG 30 AM 10:55

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B. McKnight AUG 30 2001

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ARTICLES OF INCORPORATION

Ⓐ

OF

XELORGROUP SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate for the purpose of becoming a corporation under the laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profits.

ARTICLE I

The name of the corporation shall be XELORGROUP SERVICES, INC.

Its business shall be carried on at Broward County, and such other points or places in the State of Florida and in the United States and foregoing countries as may from time to time, by authorized by the Board of Directors. Its principal office shall be at:

No. 339, 4410 West 16th Avenue

Suite 5

Hialeah, Florida 33016

ARTICLE II

This corporation may engage in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

The aggregate number of shares of stock which this corporation shall have authority to have outstanding at any one time shall be 1,000 shares, having an individual par value of \$10.00.

Prepared by: Juan G. Diaz, Esq.
10 N.W. Le Jeune Road, Suite 610
Miami, FL 33126
Tel. (305) 649-0001
Fla. Bar No. 368946

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ARTICLE IV

The minimum capital requirements of this corporation shall be that which is required by Florida Law.

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The principal place of business of this corporation shall be located in Broward County, Florida, and it may have such other places of business, both within and without the State of Florida and in Foreign countries, as may be necessary or convenient.

ARTICLE VII

The business of this corporation shall be conducted by a Board of Directors of not less than (1) Director, the exact number of directors to be fixed by the by-laws of this corporation.

ARTICLE VIII

The names and post office addresses for the initial Board of Directors of this Corporation, who shall hold office until the organization meeting of this corporation and until their successors are elected and have qualified, are:

Hector Jose Orea
No. 339, 4410 W. 16th Avenue, Suite 5, Hialeah, FL 33016

ARTICLE IX

The names of the initial Officers of this Corporation are as follows:

Hector Orea

President/Treasurer/Secretary

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ARTICLE X

The street address of the initial principal office of the corporation is
 No. 339, 4410 West 16th Avenue, Suite 5, Hialeah, Florida 33016

ARTICLE XI**REGISTERED AGENT**

The name and street address of the initial Registered Agent to these
 Articles of Incorporation shall be:

Juan G. Diaz, Esq.,
 10 N.W. Le Jeune Road, Suite 610, Miami, Florida 33126

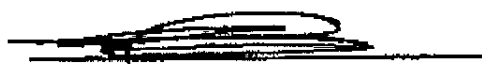
I hereby am familiar with and accept the duties and responsibilities as
 registered agent for said corporation.


 JUAN G. DIAZ, ESQ.

ARTICLE XII

The provisions of this Charter, and each and every article and
 section hereof, and the By-laws of this corporation shall be considered a
 part of every contract and transaction to which this corporation shall be a
 party. Every person, association, and/or corporation dealing with this
 corporation is hereby charged with notice and knowledge of this
 corporation.

The name and address of the incorporator executing these Articles of
 Incorporation on this 29th day of August, 2001, is:


 HECTOR OREA
 No. 339, 4410 W. 16th Avenue, Suite 5
 Hialeah, Florida 33016

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