200090707 RESS CORPORATE FILING SERVICE INC. (Requestor's Name)

1000 PONCE DE LEON BLVD. STE: 101 (Address)

CORAL GABLES, FL 33134 305-444-4994 (Phone #)

(City, State, Zip)

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OFFICE USE ONLY

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NonProfit	Resignation of R.A., Officer/Director	
Limited Liability	Change of Registered Agent	
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Other	Merger	
OTHER FILNGS	REGISTRATION/	L 1
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ARTICLES OF INCORPORATION

OF

PALEGRI, INC.

ARTICLE I - NAME

The name of this corporation is PALEGRI, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - ADDRESS

The mailing address of the corporation is 186 E. Sunrise
Avenue, Coral Gables, Florida 33133.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of NO par value common stock, which shall be designated "Common Stock".

ARTICLE VI- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is 186 E. Sunrise Avenue, Coral Gables, Florida 33133, and the name of the initial registered agent of this corporation is PEDRO GONZALEZ.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have **two (2)** directors initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than ONE.

The name and address of the initial director of this corporation is:

PEDRO GONZALEZ

186 E. Sunrise Avenue Coral Gables, Florida 33133

IRMA GONZALEZ

186 E. Sunrise Avenue Coral Gables, Florida 33133

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - INCORPORATOR

The name and address of the person signing these articles s:

PEDRO GONZALEZ

186 E. Sunrise Avenue Coral Gables, FL 33133

IRMA GONZALEZ

186 E. Sunrise Avenue Coral Gables, FL 33133

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 14th day of Sept., 2001.

Pedro Gonzalez

Irma Gonzalez

STATE OF FLORIDA

: 88

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COUNTY OF MIAMI-DADE

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared PEDRO GONZALEZ and IRMA GONZALEZ, known to me and known by me to be the persons who executed the foregoing articles of incorporation, and they acknowledged before me that they executed those articles of incorporation.

Notary Public, State of Florida at Large

My Commission Expires:

MARTIN J. LIVINGSTON
MY COMMISSION # DD 015620
EXPIRES: April 20, 2005
1-800-3-NOTARY FL Notary Service & Bonding, Inc.

Printed Notary Signature

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

In compliance with Section 607.0501 of the Florida Statutes, the following is submitted:

PALEGRI, INC.,

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, State of Florida, has named PEDRO GONZALEZ, located at 186 E. Sunrise Avenue, Coral Gables, Florida 33133, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Pedro Gonzalez,
Resident and Registered Agent 7