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LAFARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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FILED
DEC 11 PM 12:53
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CUELLAR & VILLEGAS CORPORATION
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****78.75 *****78.75

Examiner's Initials

ARTICLES OF INCORPORATION
OF
CUELLAR & VILLEGAS CORPORATION

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ARTICLE I - NAME

The name of this corporation is : **CUELLAR & VILLEGAS CORPORATION.**

ARTICLE II - DURATION.

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of common stock at \$5.00 per value

ARTICLE V - RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation

ARTICLE VI - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rate 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
AND PRINCIPAL OFFICE**

The street address of the initial registered office of this corporation is
179 N. Coconut Palm Boulevard. Plantation Key Colony. Taverniere. 33070.

The name of the registered agent of this corporation at that address is
Jesus Villegas

ARTICLE VIII – INITIAL BOARD OF DIRECTORS

The corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time as provided for by the By Laws. The names and address of the initial directors of this corporation are.

Alejandro Cuellar

44 NE 45 Street
Miami FL 33137

Jesus Villegas

179 N. Coconut Palm Blvd
Plantation Key Colony
Tavernier, FL. 33070

ARTICLE IX- INCORPORATORS

The name and address of the persons signing these articles are

Alejandro Cuellar

44 NE. 45 Street
Miami FL. 33137

Jesus Villegas

179 N. Coconut Palm Blvd
Plantation Key Colony
Tavernier, FL. 33070

ARTICLE X- BY LAWS

The power to adopt alter, amended repeal bylaws shall be vested in the Board of Directors and shareholders

ARTICLE XI – RESTRICTIONS ON THE TRANSFER OT STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names

Alejandro Cuellar

50% Shares

Jose Villegas

50% Shares

Shares held by the initial stockholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to the corporation. The prize and terms at which and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII – CUMULATIVE VOTING

At each election for directors and shareholders entitled to vote at such election shall have the right to cumulate his vote by giving one candidate as many votes as the number of

directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such number of such candidates

ARTICLE XIII - CALLING OF SPECIAL MEETINGS

The Board of Directors may call special meetings of the shareholders

ARTICLE XIV - SHAREHOLDERS QUORUM AND VOTING

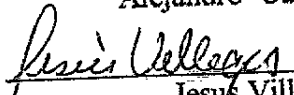
Fifty percent of the shares plus one entitled to vote represented in person or by the proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present, the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation

IN WITNESS WHEREOF. The undersigned subscribers have executed these Articles of Incorporation this 4 day of December, 2001


Alejandro Cuellar


Jesus Villegas

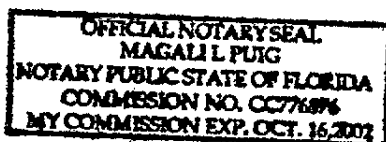
STATE OF FLORIDA
COUNTY OF MIAMI DADE.

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appears Alejandro Cuellar and Jesus Villegas to me known to be the persons described in and who executed the same for the purpose therein they expressed.

Witness my hand and official seal in the County and State last aforesaid on this 4 day of December


Notary Public State of Florida at large

My Commission Expires



STATE OF FLORIDA

DEPARTEMENT OF STATE

Certificate Designating Place of business or Domicile for the
Services of Process Within this State. Naming Agent
Upon Whom Process May Be served and Names
And Address of the Officers
And Directors

CUELLAR & VILLEGAS CORPORATION

The following is submitted in compliance with Chapter 48,091, Florida Statute
CUELLAR & VILLEGAS CORPORATION, a corporation organized under the laws
of the State of Florida with its principal office at **609 NW 12 Ave.** in the city of Miami,
County of Miami Dade, State of Florida has named **Jesus Villegas** located at **179 N**
Coconut Palm Boulevard, Plantation Key Colony. Taverniere, FL. 33070 in the city
of Taverniere county of Monroe as its agent to accept service of process within the State.

NAME

SPECIFIC ADDRESS

Jesus Villegas

179 N. Coconut Palm Blvd
Plantation Key Colony
Tavernier FL. 33070

Directors:

NAME

TITLE

SPECIFIC ADDRESS

Alejandro Cuellar

Pres/Tres

Jesus Villegas

Vice Pres/Sec

179 Coconnut Palm Boulevard
Plantation Key Colony
Taverniere, FL. 33070

ACCEPTANCE

I agree as regitred agent to accpt Service of process to keep office open during prescribed hour to post my name (and any other officer of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law


Jesus Villegas

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