3320 S.W. 87 AVENUE MIAMI, FLORIDA (305)552-5973 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE OHLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #1 (Document #) (Comptation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) Pick up time 9.00 Certified Copy Walk in Certificate of Status Photocopy Will wait Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION OUALIFICATION OTHER FILNGS Annual Repolit Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Frademark Examiner's Initials Other

ARTICLES OF INCORPORATION

The Undersigned, acting as incorporator of a corporation, under the Florida General Corporation adopts the following Articles of Incorporation of such Corporation.

<u>ARTICLE I</u>

The name of the Corporation is E & R INVESTORS, INC.

ARTICLE II

The date of commencement of corporation existence is the 8 day of MARCH 2002, and the period of its duration is perpetual.

ARTICLE III

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the Untied States and the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue 200 shares, all in one class \$10.00 value.

ARTICLE V

The Address of its Registered Office is 2433 SW 102 PL MIAMI FL 33165. This is the Principal Office of the Corporation, and the name of its initial Registered Agent (s) (is) (are) RAMON GAMEZ.

ARTICLE VI

The number of Director (s) constituting its initial Board of Directors (is) (are) TWO (which) (whose) name (s) (is) (are) PRESIDENT RAMON GAMEZ, - VICE-PRESIDENT & SECRETARY ERAYDA PINTADO.

ARTICLE VII

The name and address of the incorporator (s) (is) (are) RAMON GAMEZ 2433 SW 102 PL MIAMI FL 33165, - ERAYDA PINTADO 2433 SW 102 PL MIAMI FL 33165.

ARTICLE IX

Preemptive Rights shall be as follows: subject to the restrictions of the Florida General Corporation Act., the holders of the common stock of this corporation shall have preemptive rights to purchase at price, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money or any property, or services from time to time, in addition to that stock authorized (and issued) by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the Holder to all shares of common stock currently authorized and issued.

DATED THIS 8 day of MARCH 2002.

X RAMON GAMEZ

Signature

X ERAYDA INTADO

Signature

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE: NAMING AGENT UPON PROCESS MAY BE SERVED: In pursuance of Chapter 48.091 Florida Statutes, the following if submitted in compliance with said Act.

First E & R I NVESTORS, INC desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of MIAMI County of Dade, State of Florida, has named RAMON GAMEZ, located at 2344 SW 102 PL MIAMI FL 33165 as its Agent to accept services of process within this State ACKNOWLEDGEMENT: Having been named to accept, services of process for the above State Corporation, at place designated in this Certificate: (I) (We) hereby accept, to act, in this capacity and agreed to comply with the provisions of said Act., relative to keeping open Said Office.

RAMON GAMEZ

