SECRETARY OF STATE

02 APR 29 PM 4: 44

Davila and Torres. P.G.

ATTORNEYS AND COUNSELORS AT LAW 911 N. MAIN STREET, SUITE 5, KISSIMMEE, FLORIDA 34744

LUIS DAVILA ALFRED TORRES

Tel. (407)933-0307 Fax (407)933-0882

L000048D4

April 25, 2002

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 Attn: Ms. Janis Love-Washington

RE:

Name of Corporation:

Miami's Professional Services, Inc.

Dear Ms. Love-Washington:

As per our telephone conversation of 4/24/02 enclosed please find the rejection letter on my client's application for D & R Enterprises.

My client now desires to incorporate under the name on the attached papers.

Kindly apply the fee from D & R Enterprises to the new corporation. In addition, kindly forward to this corporation any overage on the prior fee.

Sincerely,

LD/ba

Enc.

AUTHORIZATION BY PHONE TO

CORRECT Aticle's NAME + ART IV-RA, NAME



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Katherine Harris Secretary of State

August 9, 2001

LUIS DAVILA, ESQ. 911 N MAIN ST, SUITE 5 KISSIMMEE, FL 34744

SUBJECT: D & R ENTERPRISES Ref. Number: W01000018428

We have received your document for D & R ENTERPRISES and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

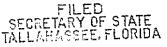
The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6915.

Letter Number: 501A00045809

Pamela Smith Document Specialist New Filings Section



ARTICLES OF INCORPORATION OF MIAMI'S PROFESSIONAL SERVICES OF 02 APR 29 FM 4: 44 SOUTH FLORIDA, INC.

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be: MIAMI'S PROFESSIONAL SERVICES OF SOUTH FLORIDA, INC.

The address of the principal office of this corporation shall be 1330 West Avenue, Suite 2506, Miami Beach, FL 33139 and the mailing address shall be 1330 West Avenue, Suite 2506, Miami Beach, FL 33139.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 200 shares at no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 1330 West Avenue, Suite 2506, Miami Beach, FL 33139 and the name of the initial registered agent of the corporation at the address is Rey Rodriguez.

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and addresses of the officers and directors are:

Rey Rodriguez Dezaree Rodriguez President Vice President Treasurer

ARTICLE VII. INCORPORATOR

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

Rey Rodriguez 1330 West Avenue, Suite 2506 Miami Beach, FL 33139

IN WITNESS WHEREOF, the undersigned Incorporator(s) have executed these Articles, this Articles, this day of April, 2002.

Signature of Incorporator(s)

Rey Rodriguez

FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, he undersigned corporation, organized under the laws of the States of Florida, submits the followings statement in designation the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is:
 MIAMI'S PROFESSIONAL SERVICES OF
 SOUTH FLORIDA, INC.
- The name and address of the registered agent and office is:
 Dezaree Rodriguez
 1330 West Avenue, Suite 2506
 Miami Beach, FL 33139

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

Signature

4 21/02

Date