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## FLORIDA PROFIT CORPORATION OR P.A.

collado &amp; molina, inc.

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 23, 2002

EMPIRE

SUBJECT: COLLADO & MOLINA, INC.  
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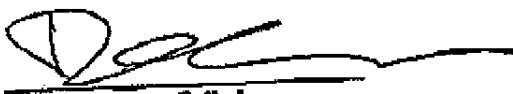
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STATE OF FLORIDA     )  
                              )SS:  
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority personally appeared, Ramon Collado who, after first being identified by me via driver's license, was duly sworn, deposes and says:

1. That my name is Ramon Collado, and I have personal knowledge of the matters that I state herein.
2. That I am over the age of 18 and of sound mind.
3. That I was Vice President, Director and 50% Stockholder of Collado & Molina, P.A. and Voluntarily Dissolved Collado & Molina, P.A., to incorporate Collado & Molina, Inc.
4. That I am NOT going to reinstate Collado & Molina, P.A.

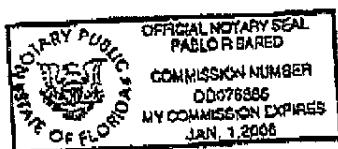
FURTHER AFFIANT SAYETH NAUGHT.

BY:   
Print Name: Ramon Collado  
Drivers License

SWORN TO AND SUBSCRIBED TO, before me on this 22 day of May, 2002.

  
NOTARY PUBLIC, State of Florida  
My Commission No.

My Commission Expires:



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ARTICLES OF INCORPORATION

02 MAY 22 AM 7:17

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OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COLLADO & MOLINA, INC.

ARTICLE I  
NAME

The name of this corporation is: **COLLADO & MOLINA, INC.**

ARTICLE II  
PRINCIPAL MAILING ADDRESS OF BUSINESS

The principal mailing address of business for this corporation is: **COLLADO & MOLINA, INC.**, c/o Bared and Assoc, PA 1500 San Remo Ave., Suite 177, Coral Gables, FL 33146.

ARTICLE III  
DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV  
PURPOSE

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

ARTICLE V  
CAPITAL STOCK

This corporation is authorized to issue One Hundred 100 shares of \$1.00 par value common stock.

Prepared by: Pablo R. Bared, Esq., Bared and Assoc., PA  
1500 San Remo, #177, Coral Gables, FL 33146  
Telephone (305)666-6010

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1500 San Remo Ave. #177 Coral Gables, Fl. 33146, and the name of the registered agent of this corporation is Bared and Assoc., PA.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director of this corporation is:

Director: Ramon Collado  
C/o Bared and Assoc., PA  
1500 San Remo Ave., Suite 177  
Coral Gables, FL. 33146

Director: Cesar Molina  
C/o Bared and Assoc., PA  
1500 San Remo Ave., Suite 177  
Coral Gables, FL. 33146

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Pablo R. Bared, Esq., 1500 San Remo Ave., Suite 177, Coral Gables, FL 33146.

**ARTICLE IX**  
**BYLAWS**

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

Prepared by: Pablo R. Bared, Esq., Bar #739405 Bared and Assoc. PA  
1500 San Remo Ave., #177, Coral Gables Fl. 33146  
Telephone (305)666-6010

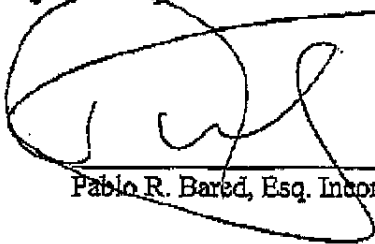
**ARTICLE X  
INDEMNIFICATION**

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

**ARTICLE XI  
AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 30<sup>th</sup> day of March 2002.



Pablo R. Bared, Esq. Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 30<sup>th</sup> day of March 2002.

  
NOTARY PUBLIC

My commission expires:

Prepared by:  
Pablo R. Bared, Esq. Bar #739405  
Bared and Assoc., PA  
1500 San Remo Avenue  
Suite 177  
Coral Gables, FL 33146  
Telephone (305)666-6010



Lourdes Martinez  
My Commission DB017789  
Expires April 15 2005



Lourdes Martinez  
My Commission DB017789  
Expires April 15 2005

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**ACCEPTANCE OF REGISTERED AGENT**  
**FOR**  
**COLLADO & MOLINA, INC.**

Having been named to accept service of process for **COLLADO & MOLINA, INC.** Pursuant to Article VI of the Articles of Incorporation **COLLADO & MOLINA, INC.** I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. relative to keeping open such office until such time as I shall notify the corporation of my resignation.

**DATED** in Coral Gables, Dade County, Florida on March 30, 2002.

  
\_\_\_\_\_  
**PABLO R. BARED, ESQ.**

Prepared by:  
Pablo R. Bared, Esq. Bar #739405  
Bared and Assoc., PA  
1500 San Remo Ave.  
Suite 177  
Coral Gables, FL 33146  
Telephone (305)666-6010

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