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LAW OFFICES

**BORTOLIN & ASSOCIATES, P.A.**

JUSTICE BUILDING, SUITE 101 N  
524 SOUTH ANDREWS AVENUE  
FORT LAUDERDALE, FLORIDA 33301

SONIA M. BORTOLIN  
CHERYL L. BATTON

TELEPHONE (954) 523-2223  
FACSIMILE (954) 523-2243  
<http://www.greencardsusa.com>

June 6, 2002

Secretary of State  
P.O. Box 6327  
Division of Corporations  
Tallahassee, FL 32314

Re. Incorporation Documents

Dear Sir or Madam:

Please find enclosed Articles of Incorporation for **BORPECA, INC.**, including executed acceptance of the registered agent.

Please forward a copy of the documents to this office showing the appropriate "Filed" and the time, day, month and year.

Very Truly Yours,

Sonia M. Bortolin, Esq.

**FILED**  
02 JUN 20 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-06/19/02--01028--007  
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4/20/02

**ARTICLES OF INCORPORATION  
OF  
BORPECA, INC.**

**FILED**  
02 JUN 20 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

**Article I.**     Name. The name of the Corporation is \_\_\_\_\_  
**BORPECA, INC.**

**Article II.**     Term of Existence. This corporation shall have perpetual existence.

**Article III.**    Nature of Business. This corporation will engage in any legal business permitted under the laws of the United States and of this State.

**Article IV.**    Capital Stock. This corporation authorized to issue 1000 shares with \$1.00 par value.

**Article V.**     Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**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 pro-rata 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 Officer and Agent.** The Street address of the initial registered officer of the corporation is **524 S. Andrews Ave., Ste. 101N, Ft. Lauderdale, FL 33301**. The name of the initial registered agent of the corporation at that address is **Sonia M. Bortolin, Esq.**

**Article VIII. INITIAL BOARD OF DIRECTORS.** The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by - laws but never less than one. The names and addresses of the members of the first Board of Directors, and the Chairperson of the Board, President, Vice President, and Secretary/Treasurer are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Juan Carlos Pena	8439 NW 68 <sup>th</sup> Street Miami, FL 33166	President/Sec/Treasurer
Ernesto Bortolin	8439 NW 68 <sup>th</sup> Street Miami, FL 33166	Vice President

**Article IX. INCORPORATOR.** The person signing these Articles of Incorporation has the following name and address:

Sonia M. Bortolin, Esq.  
Bortolin & Associates, P.A.  
524 S. Andrews Avenue, Suite 101N  
Ft. Lauderdale, FL 33301

**Article X. BY-LAWS.** The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

**Article XI. AMENDMENT.** The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

**Article XII.** The street address of the principal place of business is, 8439 NW 68  
Street, Miami, FL 33166.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation this 6 Day of June, 2002.

  
\_\_\_\_\_  
Sonia M. Bortolin, Esq.

**CONSENT TO APPOINTMENT AS REGISTER AGENT**

TO: FLORIDA SECRETARY OF STATE, Division of Corporations, Department of  
State, Tallahassee, Florida 32304.

I, **Sonia M. Bortolin, Esq.**, do hereby consent to serve as Registered Agent for the  
Corporation **BORPECA, INC.**

This 6 Day of June, 2002.



**SONIA M. BORTOLIN, ESQ.**

Address of Registered Agent:  
Sonia Bortolin, Esq.  
Bortolin & Associates, P.A.  
Justice Building  
524 S. Andrews Ave, Ste. 101-N  
Fort Lauderdale, FL 33301

**FILED**  
02 JUN 20 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA