

Division of Corporations
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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530 Phone : (305)358-2571 Fax Number : (305)358-7832

FLORIDA PROFIT CORPORATION OR P.A.

TCW CAPITAL, INC.

Certificate of Status		0	
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7/25/02

H02-171532

Articles of Incorporation

Article 1: Name of Corporation: TCW CAPITAL, INC.

Address of Corporation: 12310 SW 25 LANE

MIAMI, FLORIDA 33175

Article 2: Capital Stock: The number of shares which the corporation has authorized

to be outstanding at any one time is 10,000, with NO par value.

Article 3: REGISTERED AGENT: WILLIAM P. WALKER III

> REGISTERED OFFICE: 12310 SW 25 LANE MIAMI, FLORIDA 33175

*I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).

First listed is President, Second is Vice President, then Secretary/Treasurer.

1. WILLIAM P. WALKER III (D), 12310 SW 25 LANE, MIAMI, FLORIDA 33175

2. DIEGO J. CISNEROS (D), 1111 BRICKELL BAY DR., STE. 3110, MIAMI, FLORIDA 33131

Article 5: The NAMES and ADDRESSES of the INCORPORATORS are:

> WILLIAM P. WALKER III 12310 SW 25 LANE MIAMI, FLORIDA 33175

DIEGO J. CISNEROS 1111 BRICKELL BAY DR., STE. 3110 MIAMI, FLORIDA 33131

In witness whereof, I have subscribed my name:

Signature of Incorporator

Signature of Incorporator

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