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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Florida Department of State
Division of Corporations
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Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

A-C R L E ENTERPRISES INC.

| | |
|-----------------------|---------|
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 31, 2002

FAS-T CORP

SUBJECT: A-C R L E NTERPRISES INC.
REF: W02000022152

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**ARTICLE OF INCORPORATION
OF
A - C R L E ENTERPRISES, INC.**

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The undersigned incorporates, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt (s) the following Articles of incorporation. SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the incorporation shall be: **A - C R L E ENTERPRISES INC.**

The principal place of business of this corporation shall be:

15432 S.W. 77TH CIRCLE LN # 111 MIAMI, FL. 33193

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITOL STOCK

The aggregated number of shares of stock and its value that this corporation is authorized to have out standing at any one time is Five Hundred (500) shares of One Dollar (\$1.00) per value common stock, which shall be designated "Common Shares".

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors (s) is (are) elected, is (are):

**LIADA RONDON-President
15432 S.W. 77TH CIRCLE LN 111
MIAMI, FL. 33193**

**CARLOS RODRIGUEZ-vice-president
15432 S.W. 77TH CIRCLE LN 111
MIAMI. FL. 33193**

**ADRIANA RODRIGUEZ-Secretary
15432 S.W. 77TH CIRCLE LN 111
MIAMI, FL. 33193**

Prepared by: **FLORIDA IMMIGRATION**
7309 West Flagler Street,
Miami Fl, 33144

ARTICLES VI INCORPORATOR (S)

The name(s) and street address (es) of the incorporator(s) to this articles of incorporation is (are):

CARLOS A. RODRIGUEZ
15432 S.W. 77TH CIRCLE LN APT. 111 MIAMI, FL. 33193

IN WITNESS WHEREOF, the undersigned incorporator (s) has (have) executed these Articles of incorporation this day 28 of JUNE, 2002

Signature(s) of Incorporate(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

A - C R E ENTERPRISES, INC.

2. The name and address of the registered agent and office is:

CARLOS RODRIGUEZ-Vice-president - 15432 S.W. 77TH CIRCLE #111

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33193

(CITY/STATE/ZIP)

SIGNATURE 

TITLE VICE-PRESIDENT

DATE 06-28-02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

 SIGNATURE

06-28-02

DATE