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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

bernaalex, inc.

Certificate of Status	0
Certified Copy	0
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**CERTIFICATE OF INCORPORATION
OF
BERNALEX, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned *subscribers* to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the law of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: Bernalex, Inc.

ARTICLE II. NATURE OF THE BUSINESS.

The general nature of this business to be transacted by this corporation is any legal business in the State of Florida or in the United States.

To conduct business in, have one or more offices in and sell, import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares or the capital stock of, or any bonds, securities, or other evidences or indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

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Prepared by:
Carlos Solano
1235 Alton Road
Miami Beach, FL 33139
(305) 674-1681

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 (One Hundred) shares of common stock having a nominal of \$100.00 Par/ value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 10,000.00 (Ten Thousand 0/100)

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is: 590 West 49th Street, Miami Beach, FL. 33140. The board of directors may from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have two director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS & DIRECTORS

The name and post office address of each subscriber and director to these Articles of Incorporation is:

Alejandro Fernandez
590 West 49th Street, Miami Beach, Fl. 33140

President

Bernard Gafovich
590 West 49th Street, Miami Beach, Fl. 33140

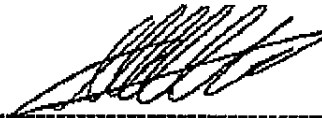
Vice-President/Treasurer

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

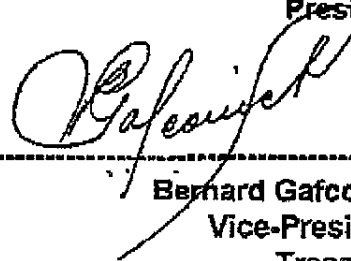
The registered office shall be at 590 West 49th Street, Miami Beach, Fl. 33140, and the registered agent being Alejandro Fernandez.

ARTICLE X. AMENDMENT

This Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the board of directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.



Alejandro Fernandez
President



Bernard Gafcovich
Vice-President
Treasurer

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STATE OF FLORIDA

) SS

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY: That on this day, before me, a Notary Public the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared, Alejandro Fernandez & Bernard Gafcovich of Bernallex, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledged before me as subscriber(s) to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami Beach, said County and State, on this 31st day of the month of July, 2002.


NOTARY PUBLIC SEAL.

MY COMMISSION EXPIRES:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS, DOMICILE, OR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.34 Florida Statutes, the following is submitted, in compliance with said act:

FIRST: That, Bernalex, Inc. desiring to organize or qualify under the laws of the State of Florida with its principle office as indicated in the articles of incorporation at Miami Beach, Florida, has hereby named Alejandro Fernandez of 590 West 49th Street, Miami Beach, FL 33140, as its agent to accept services of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated 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 said act relative to keeping open said office.


Alejandro Fernandez
Register Agent.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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