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02 SEP -9 AM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date : August 26, 2000

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

Re: **CRUZ, INC.**

600007605166--7
-09/09/02--01058--013
*****78.75 *****78.75

Dear Sirs or Madams:

Enclosed, please find original and copy of the Articles of Incorporation of the above referenced corporation for filing, along with our check in the total amount of \$ 78.75, covering the filing fee and the Certificate Status.

Please, proceed to file and return a copy of the filed of Articles of Incorporation and the Certificate Status to us. If there are further requirements, please , inform immediately.

Very Truly Tours,


JORGE R. ORTA Esq.

JRO/tj
enclosure

Corpform-o

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002-26410

**ARTICLES OF INCORPORATION
OF**

CRUZ, Inc.

**ARTICLE ONE
(Name)**

The name of this corporation shall be:

CRUZ , Inc.

**ARTICLE TWO
(Nature of business)**

This corporation may engage in any activity or business permitted under the laws of the United States and the laws of the State of the Florida.

**ARTICLE THREE
(Term of Existence)**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

**ARTICLE FOUR
(Number of Directors)**

This corporation shall at all times have at least one Director. The stockholders of this corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this corporation, provided that the corporation at all times have a minimum of one Director.

**ARTICLE FIVE
(Amendment)**

These articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE SIX
(Capital Stock)

This corporation shall have One Thousand (100) shares of common capital stock, with par value of \$ 1.00, each share. All said stock shall be payable in property, labor, services, or as otherwise be accepted by the Board of Directors and just valuation shall by them be applied thereof.

ARTICLE SEVEN
(Initial Office)

The initial office address of this corporation in the State of Florida shall be:

**21800 Cypress Circle
27 C
Boca Raton, FL 33433**

The Board of Directors may from time to time move the principal office to any other address within the State of Florida.

ARTICLE EIGHT
(Subscribers)

The name of each subscriber (s) to these Articles is/are:

<u>NAME</u>	<u>ADDRESS</u>
JORGE R. ORTA	2600 S.W. 3 rd Avenue Suite 800-B Miami, Florida 33129

ARTICLE NINE
(Resident Agent)

The name of the Resident Agent of this corporation for the purpose of service and for any other purpose for which a resident agent is required shall be:

<u>NAME</u>	<u>ADDRESS</u>
JORGE R ORTA	2600 S.W. 3 rd Avenue Suite 800-B Miami, Florida 33129

IN WITNESS WHEREOF, I have here unto set my hand and seal, at
County of Miami-Dade, State of Florida, on this 26 of August , 2002




JORGE R. ORTA
Title: Subscriber and resident Agent

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

In compliance with Section 48.091, Florida Statutes, the following is
submitted:

That **CRUZ, Inc.** desiring to organize or qualify under the laws of
the State of Florida, with its principal place of business at the City of Miami,
State of Florida, has named, **JORGE R. ORTA, 2600 S.W 3rd. Ave. Suite 800-B,**
Miami, Fl. 33129, State of Florida, as its agent to accept service of process in Florida

Signature: 

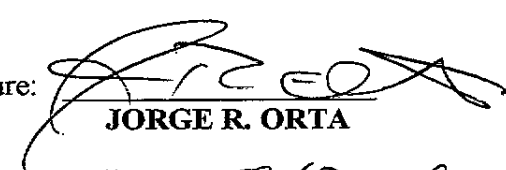
JORGE R. ORTA

Title: Registered Agent

Date: 8/20/02

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 provisions of all Statues relative to the proper and
complete performance of my duties.

Signature: 

JORGE R. ORTA

Date: 8/26/02